

Fox Thomas R  
Form 4  
August 29, 2017

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Fox Thomas R

(Last) (First) (Middle)

ANGIE'S LIST, INC., 1030 EAST WASHINGTON STREET

(Street)

INDIANAPOLIS, IN 46202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Angie's List, Inc. [ANGI]

3. Date of Earliest Transaction (Month/Day/Year)  
08/26/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 08/26/2017                           |  | M                              |   | 3,263<br>(1)  | A  | \$ 0 46,601 D                     |
| Common Stock                    | 08/26/2017                           |  | F                              |   | 1,056<br>(2)  | D  | \$ 12.17 45,545 D                 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Units (RSU)               | \$ 0 <sup>(3)</sup>                                    | 08/26/2017                           |  | M                              | 3,263   | <sup>(4)</sup> / <sup>(5)</sup>                          | Common Stock  | 3,263   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| Fox Thomas R<br>ANGIE'S LIST, INC.<br>1030 EAST WASHINGTON STREET<br>INDIANAPOLIS, IN 46202 |               |           | Chief Financial Officer |       |

## Signatures

/s/ Shannon M. Shaw, as  
Attorney-in-fact  
\*\*Signature of Reporting Person

08/29/2017  
Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects the gross number of shares of the Issuer's common stock, before tax, that were to be acquired upon settlement of the corresponding RSUs listed in Table II. Actual shares were issued net of shares withheld by the Issuer on behalf of the reporting person for tax purposes.
  - (2) Represents the number of shares of the Issuer's common stock withheld by the Issuer on behalf of the reporting person to be applied toward the tax obligation created by the vesting of the corresponding RSUs listed in Table II. This withholding was completed pursuant to an election of the "withhold to cover" option set forth under the Amended and Restated Omnibus Incentive Plan for such purposes.
  - (3) Each RSU represents a contingent right to receive one share of the Issuer's common stock upon settlement, and there is no exercise price associated with the RSUs.
  - (4) On February 26, 2016, Mr. Fox was granted 52,210 RSUs, one-fourth of which vested on the first anniversary of the date of grant, and the remaining three-fourths are vesting in equal installments on a quarterly basis over a three-year period thereafter.
  - (5) There is no expiration date with respect to the RSUs granted. Units will either vest or be forfeited.

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