

PULSE ELECTRONICS CORP
Form 4
June 17, 2014

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 *
Vazales Kaj

2. Issuer Name and Ticker or Trading Symbol
PULSE ELECTRONICS CORP
[PULS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

333 S. GRAND AVE. 28TH FLOOR

06/13/2014

(Street)

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

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

LOS ANGELES, CA 90071

(City) (State) (Zip)

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) |
|-------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock, \$0.125 par value per share | 06/13/2014 | | A | | 21,053 | D | |
| | | | | (2) | (3) | | |
| | | | | | A | \$ 0 | 21,053 (1) |
| | | | | | | | D (3) |

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

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(9-02)

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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Vazales Kaj 333 S. GRAND AVE. 28TH FLOOR LOS ANGELES, CA 90071 | X | | | |

Signatures

/s/ Kaj Vazales 06/17/2014

**Signature of Reporting Person 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) The reporting person is a Senior Vice President of Oaktree Capital Management, L.P. ("Oaktree"), a registered investment adviser under the Investment Advisers Act of 1940, as amended. The shares reported herein do not include 11,999,585 shares of common stock of the Issuer beneficially owned by OCM PE Holdings, L.P., an affiliate of Oaktree. The reporting person hereby disclaims beneficial ownership of any such shares beneficially owned by OCM PE Holdings, L.P., except to the extent of any pecuniary interest therein.

(2) Restricted stock units ("RSUs"). Each RSU represents a contingent right to receive one share of common stock of the registrant. The RSU's represent the 2014 annual equity grant for a non-employee member of the Board of Directors of the registrant ("Board") made pursuant to the registrant's Directors Compensation Policy

(3) Each RSU will vest on the earlier of (i) the day immediately preceding the next annual meeting of the registrant's shareholders or (ii) the date on which there is a Change of Control of the registrant, as defined in the related RSU Agreement (the "Vesting Date"), provided that the non-employee director has remained in continuous service as a member of the Board through such Vesting Date. Unless the non-employee director makes a deferral election in accordance with the Directors Compensation Policy, the registrant will deliver the shares underlying the RSUs on the Vesting Date (or on the next business day thereafter if the Vesting Date is not a business day). If the non-employee director ceases to be a member of the Board due to death, disability or retirement or for any other reason, a majority of the members of the Board (other than the departing member) may accelerate the vesting of all or any portion of such RSUs. Mr. Vazales holds these 21,053 restricted stock units for the benefit of OCM FIE, LLC ("FIE"). Pursuant to the policies of Oaktree, Mr. Vazales must hold the units on behalf of and for the benefit of FIE and is assigning all economic, pecuniary and voting rights to FIE.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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