

GALE DAVID
Form 3/A
April 01, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

GALE DAVID

(Last) (First) (Middle)

220 MONTGOMERY
STREET, SUITE 426

(Street)

SAN
FRANCISCO, CA 94104

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
06/23/2004

3. Issuer Name and Ticker or Trading Symbol

METROMEDIA INTERNATIONAL GROUP INC
[MTRM.OB]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

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

5. If Amendment, Date Original
Filed(Month/Day/Year)
08/10/2004

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

10,000

I ⁽¹⁾

These shares are owned by Mr.
Gale's spouse.

Common Stock

250

I

Owned by Delta Dividend Group,
Inc., of which Mr. Gale is
President and majority (55%)
owner.

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
7.25% Cumulative Preferred Stock	12/31/2003	Â <u>(2)</u>	Common Stock	<u>(3)</u>	\$ <u>(3)</u>	I <u>(4)</u>	Owned by Delta Divident Group, Inc., of which Mr. Gale is President and majority (55%) owner.

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GALE DAVID 220 MONTGOMERY STREET SUITE 426 SAN FRANCISCO, CA 94104	Â X Â Â Â

Signatures

Beverly Bertram Timm, by power of attorney 04/01/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 original filing incorrectly indicated direct ownership of these 10,000 shares of Common Stock. The shares are owned by Mr. Gale's spouse.

(2) The 7.25% Cumulative Convertible Preferred Stock is convertible at any time without expiration unless earlier redeemed at the Company's discretion.

(3) The original filing incorrectly indicated beneficial ownership of 20,000 shares of this Preferred Stock. The correct amount is 21,000 shares. The Preferred Stock is convertible at any time into the number of shares of Common Stock as is equal to the aggregate liquidation preference (\$50/share), plus accrued and unpaid dividend to the date the shares of Preferred Stock are surrendered for conversion, divided by an initial conversion price of \$15.00. Based on this formula, the 21,000 shares of Preferred Stock are currently (on 4-1-2005) convertible to 70,000 shares of Common Stock.

(4) The original filing incorrectly indicated that Mr. Gale directly owned Preferred Stock. He does not directly own any of the Preferred Stock.

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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