

BURD STEVEN A
Form 3
April 18, 2013

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 *

Â BURD STEVEN A

(Last) (First) (Middle)

C/O BLACKHAWK NETWORK
HOLDINGS, INC.,Â 6220
STONERIDGE MALL ROAD

(Street)

PLEASANTON,Â CAÂ 94588

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
04/18/2013

3. Issuer Name **and** Ticker or Trading Symbol

BLACKHAWK NETWORK HOLDINGS, INC
[HAWK]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

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

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)

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)

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)
Title

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Class B Common Stock	Â (1)	Â (1)	Class A Common Stock	50,000	\$ 0	D	Â
Class B Common Stock	Â (1)	Â (1)	Class A Common Stock	100,000	\$ 0	I	See Footnote (2)
Class B Common Stock	Â (1)	Â (1)	Class A Common Stock	100,000	\$ 0	I	See Footnote (3)
Class B Common Stock	Â (1)	Â (1)	Class A Common Stock	49,135,353	\$ 0	I	See Footnote (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURD STEVEN A C/O BLACKHAWK NETWORK HOLDINGS, INC. 6220 STONERIDGE MALL ROAD PLEASANTON, CA 94588	Â X	Â	Â	Â

Signatures

/s/ Marcia Peterson, as Attorney-in-Fact for Steven A.
Burd

04/18/2013

__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).

Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common

(1) Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock upon the occurrence of a Conversion Event, as such term is defined in section 3(a)(ii) of the Issuer's Amended and Restated Certificate of Incorporation.

(2) The shares are held by The Christopher Dell Burd 1995 Trust.

(3) The shares are held by The Jason Carl Burd 1995 Trust.

The shares are held by Safeway Inc ("Safeway"). The Reporting Person is the Chief Executive Officer and Chairman of the board of directors of Safeway and may be deemed to be the beneficial owner of the shares of Class B Common Stock held by Safeway. The

(4) Reporting Person disclaims beneficial ownership of the Class B Common Stock held by Safeway, except to the extent of his pecuniary interest therein.

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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