

Silver Eagle Acquisition Corp.

Form 4

December 02, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SLOAN HARRY

2. Issuer Name **and** Ticker or Trading
Symbol
Silver Eagle Acquisition Corp.
[EAGL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1450 2ND STREET, SUITE 247
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2013

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

SANTA MONICA, CA 90401

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant	\$ 5.75	11/27/2013	P		132,240		<u>(3)</u>	<u>(3)</u>	Common Stock	66,120
Warrants	\$ 5.75	11/29/2013	P		2,600		<u>(3)</u>	<u>(3)</u>	Common Stock	1,300
Warrants	\$ 5.75	12/02/2013	P		65,160		<u>(3)</u>	<u>(3)</u>	Common Stock	32,580
Warrants	\$ 5.75						<u>(3)</u>	<u>(3)</u>	Common Stock	7,125,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SLOAN HARRY 1450 2ND STREET SUITE 247 SANTA MONICA, CA 90401	X	X	Chairman & CEO	

Signatures

/s/ Joel Rubinstein,
Attorney-in-Fact

12/02/2013

__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) Represents the weighted average price of warrants bought at prices of \$0.419 and \$0.420 per warrant. The reporting person will provide the details of such transactions upon request by the Securities and Exchange Commission, the Issuer or a shareholder of the Issuer.

(2) Represents the weighted average price of warrants bought at prices ranging from \$0.420 to and including \$0.450. The reporting person will provide the details of such transactions upon request by the Securities and Exchange Commission, the Issuer or a shareholder of the Issuer.

(3) Exercisable beginning on the later of one year from the closing of the Issuer's initial public offering (the "Offering") or 30 days after the completion of the Issuer's initial business combination and will expire worthless if the Issuer does not complete an initial business combination within 21 months from the closing of the Offering, or 24 months from the closing of the Offering if the Issuer has executed a letter of intent, agreement in principle or definitive agreement for an initial business combination within 21 months from the closing of the Offering.

(4) Held by Global Eagle Acquisition LLC. The reporting person disclaims beneficial ownership of these warrants except to the extent of his actual 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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