

LIVEDEAL INC
Form 4
April 10, 2013

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 *
Isaac Capital Group, LLC

(Last) (First) (Middle)

12520 HIGH BLUFF DRIVE, STE 145

(Street)

SAN DIEGO, CA US 92130

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LIVEDEAL INC [LIVE]

3. Date of Earliest Transaction (Month/Day/Year)
03/27/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Beneficial (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|----------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock (1) <u>(1)</u> | 03/27/2013 | | P | | 543,962 | A | \$ 1.38 |
| Common Stock (2) <u>(2)</u> | 03/28/2013 | | P | | 178,572 | A | \$ 1.4 |

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

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(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) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Warrant (1) ⁽¹⁾ | \$ 1.66 | 03/27/2013 | | P | 543,962 | 03/27/2013 | 03/27/2018 | Common Stock | 543,962 |
| Warrant (2) ⁽²⁾ | \$ 1.68 | 03/28/2013 | | P | 178,572 | 03/28/2013 | 03/28/2018 | Common Stock | 178,572 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Isaac Capital Group, LLC 12520 HIGH BLUFF DRIVE, STE 145 SAN DIEGO, CA US 92130 | | X | | |

Signatures

/s/ John Isaac, as President of Isaac Capital Group, LLC
04/09/2013

__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) On March 27, 2013, Isaac capital Group, LLC converted two Subordinated Convertible Notes (issued on March 22,2013 and March 25,2013, respectively) in the aggregate principal amount of \$750,000, together with accrued but unpaid interest in the amount of \$666.66, into 543,962 shares of common stock, at a conversion price of \$1.38 per share, and a warrant to acquire 543,962 additional shares of common stock at an exercise price of \$1.66 per share

(2) On March 28, 2013, Isaac Capital Group, LLC converted a Subordinated Convertible Note issued on the same date in the principal amount of \$250,000 into 178,572 shares of common stock, at a conversion price of \$1.40 per share, and a warrant to acquire 178,572 additional shares of common stock at an exercise price of \$1.68 per share.

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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