

JORDAN JEFFREY D  
Form 4  
May 18, 2011

**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 \*  
JORDAN JEFFREY D

2. Issuer Name and Ticker or Trading Symbol  
OPENTABLE INC [OPEN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O OPENTABLE, INC., 799  
MARKET STREET, 4TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
05/16/2011

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

(Street)  
SAN FRANCISCO, CA 94103

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

(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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Common Stock					319,192	I	By Family Trust <sup>(1)</sup>		
Common Stock	05/16/2011		S <sup>(21)</sup>	950	D	\$ 87.2197 <sub>(6)</sub>	25,024	I	By GRAT B <sub>(2)</sub>
Common Stock	05/16/2011		S <sup>(21)</sup>	450	D	\$ 88.7422 <sub>(7)</sub>	24,574	I	By GRAT B <sub>(2)</sub>
Common Stock	05/16/2011		S <sup>(21)</sup>	500	D	\$ 89.6346	24,074	I	By GRAT B <sub>(2)</sub>

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(8)

Common Stock	05/16/2011	S <sup>(21)</sup>	100	D	\$ 91	23,974	I	By GRAT B <sup>(2)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	400	D	\$ 87.251 <sup>(9)</sup>	29,108	I	By GRAT C <sup>(3)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	500	D	\$ 88.734 <sup>(10)</sup>	28,608	I	By GRAT C <sup>(3)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	400	D	\$ 89.7233 <sup>(11)</sup>	28,208	I	By GRAT C <sup>(3)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	200	D	\$ 90.95 <sup>(12)</sup>	28,008	I	By GRAT C <sup>(3)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	901	D	\$ 87.1567 <sup>(13)</sup>	25,073	I	By Wife's GRAT B <sup>(4)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	200	D	\$ 88.065 <sup>(14)</sup>	24,873	I	By Wife's GRAT B <sup>(4)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	499	D	\$ 89.2438 <sup>(15)</sup>	24,374	I	By Wife's GRAT B <sup>(4)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	300	D	\$ 90.2944 <sup>(16)</sup>	24,074	I	By Wife's GRAT B <sup>(4)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	100	D	\$ 91	23,974	I	By Wife's GRAT B <sup>(4)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	463	D	\$ 87.2303 <sup>(17)</sup>	29,045	I	By Wife's GRAT C <sup>(5)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	555	D	\$ 88.7523 <sup>(18)</sup>	28,490	I	By Wife's GRAT C <sup>(5)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	300	D	\$ 89.7544 <sup>(19)</sup>	28,190	I	By Wife's GRAT C <sup>(5)</sup>
Common Stock	05/16/2011	S <sup>(21)</sup>	182	D	\$ 90.9875 <sup>(20)</sup>	28,008	I	By Wife's GRAT C <sup>(5)</sup>

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

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SEC 1474  
(9-02)



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- Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (7) The transaction was executed in multiple trades in prices ranging from \$88.06 to \$88.93 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (8) The transaction was executed in multiple trades in prices ranging from \$89.15 to \$89.9666 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (9) The transaction was executed in multiple trades in prices ranging from \$86.71 to \$87.70 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (10) The transaction was executed in multiple trades in prices ranging from \$88.23 to \$89.06 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (11) The transaction was executed in multiple trades in prices ranging from \$89.25 to \$89.9666 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (12) The transaction was executed in multiple trades in prices ranging from \$90.90 to \$91.00 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (13) The transaction was executed in multiple trades in prices ranging from \$86.63 to \$87.50 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (14) The transaction was executed in multiple trades in prices ranging from \$87.66 to \$88.47 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (15) The transaction was executed in multiple trades in prices ranging from \$88.82 to \$89.71 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (16) The transaction was executed in multiple trades in prices ranging from \$89.9666 to \$90.95 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (17) The transaction was executed in multiple trades in prices ranging from \$86.86 to \$87.53 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (18) The transaction was executed in multiple trades in prices ranging from \$88.16 to \$89.02 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (19) The transaction was executed in multiple trades in prices ranging from \$89.33 to \$89.9666 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (20) The transaction was executed in multiple trades in prices ranging from \$90.89 to \$91.04 inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.
- (21) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on September 16, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.