

FINJAN HOLDINGS, INC.

Form 3

November 12, 2014

**FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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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 Noonan Michael David

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

11/11/2014

3. Issuer Name **and** Ticker or Trading Symbol  
FINJAN HOLDINGS, INC. [FNJN]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

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

CFO &amp; Treasurer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting PersonC/O FINJAN HOLDINGS,  
INC.,Â 122 E. 42ND STREET,  
SUITE 1512

(Street)

NEW YORK,Â NYÂ 10168

(City)

(State)

(Zip)

**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)

**Persons who respond to the collection of  
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)Date  
ExercisableExpiration  
Date3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title

Amount or  
Number of4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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|                        |       |            |                     |         |      |                                  |   |
|------------------------|-------|------------|---------------------|---------|------|----------------------------------|---|
|                        |       |            |                     | Shares  |      | or Indirect<br>(I)<br>(Instr. 5) |   |
| Restricted Stock Units | Â (2) | 10/27/2024 | Common<br>Stock (1) | 130,000 | \$ 0 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                                            | Relationships |           |                   |       |
|-----------------------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                                                           | Director      | 10% Owner | Officer           | Other |
| Noonan Michael David<br>C/O FINJAN HOLDINGS, INC.<br>122 E. 42ND STREET, SUITE 1512<br>NEW YORK, NY 10168 | Â             | Â         | Â CFO & Treasurer | Â     |

## Signatures

/s/ Michael D.                      11/12/2014  
Noonan

\_\_Signature of                      Date  
Reporting Person

## 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 restricted stock unit ("RSU") granted to the reporting person represents the contingent right to receive one share of common stock of
- (1) Finjan Holdings, Inc. or its equivalent cash value, subject to the terms and conditions of the Finjan Holdings, Inc. 2014 Incentive Compensation Plan.
  - (2) The RSUs vest one-third on October 27, 2015 and an additional 8.33% of the RSUs vest every three calendar months following such date. The RSUs will be settled upon vesting.

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### Remarks:

ExhibitÂ -Â PowerÂ ofÂ Attorney

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.