

Tuohig Meghan
Form 3
March 15, 2019

FORM 3

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

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
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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 Tuohig Meghan

(Last) (First) (Middle)

799 W. COLISEUM WAY

(Street)

MIDVALE,Â UTÂ 84047

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/06/2019

3. Issuer Name **and** Ticker or Trading Symbol
OVERSTOCK.COM, INC [OSTK]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

Chief People Officer

5. 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 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)

Common Stock

7,880

D

Â

Common Stock

426.8

I

Based on 3/13/19 401k Plan
balance provided by Fidelity

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)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of

5. Ownership
Form of
Derivative

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

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------|---------------------|--------------------|-----------------|----------------------------------|------------------------|---|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 2,667 | \$ 0.0001 | D | Â |
| Restricted Stock Units | Â (2) | Â (2) | Common Stock | 1,667 | \$ 0.0001 | D | Â |
| Restricted Stock Units | Â (3) | Â (3) | Common Stock | 4,000 | \$ 0.0001 | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 10,000 | \$ 0.0001 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tuohig Meghan 799 W. COLISEUM WAY MIDVALE, UT 84047 | Â | Â | Â Chief People Officer | Â |

Signatures

/s/ Allison Fletcher
(attorney-in-fact)

03/15/2019

__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 restricted stock unit represents a contingent right to receive one share of Overstock.com, Inc. common stock. The restricted stock

(1) units will vest at the close of business on March 24, 2019. Vested shares will be delivered to the reporting person promptly after the restricted stock units vest.

Each restricted stock unit represents a contingent right to receive one share of Overstock.com, Inc. common stock. The restricted stock

(2) units will vest at the close of business on February 2, 2020. Vested shares will be delivered to the reporting person promptly after the restricted stock units vest.

Each restricted stock unit represents a contingent right to receive one share of Overstock.com, Inc. common stock. The restricted stock

(3) units will vest in two equal installments at the close of business on January 26, 2020 and January 26, 2021. Vested shares will be delivered to the reporting person promptly after the restricted stock units vest.

Each restricted stock unit represents a contingent right to receive one share of Overstock.com, Inc. common stock. The restricted stock

(4) units will vest in three equal installments at the close of business on February 13, 2020, February 13, 2021 and February 13, 2022. Vested shares will be delivered to the reporting person promptly after the restricted stock units vest.

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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