

Ludwig Eric R  
 Form 5  
 February 14, 2013

# FORM 5

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 Ludwig Eric R

(Last) (First) (Middle)

GLU MOBILE INC., 45  
 FREMONT STREET, SUITE 2800

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 GLU MOBILE INC [GLUU]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EVP and CFO

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock	05/17/2012	^	G <sup>(1)</sup>	140 D \$ 0	71,870 <sup>(2)</sup>	D	^
Common Stock	11/05/2012	^	G <sup>(3)</sup>	15,064 <sup>(4)</sup> D \$ 0	57,000	D	^
Common Stock	11/05/2012	^	G <sup>(3)</sup>	15,064 <sup>(4)</sup> A \$ 0	15,064	I	Trust

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

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SEC 2270 (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)	8. Price of Derivative Security (Instr. 5)	9. Other
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ludwig Eric R GLU MOBILE INC. 45 FREMONT STREET, SUITE 2800 SAN FRANCISCO, CA 94105	^	^	^ EVP and CFO	^

## Signatures

/s/ Eric R. 02/14/2013  
Ludwig

\*\*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 a bona fide gift from Mr. Ludwig to his nephew, who is not financially dependent on, and does not share a household with, Mr. Ludwig.  
In a Form 4 filed on February 24, 2011, Mr. Ludwig reported that he directly beneficially owned 57,000 shares of the common stock of Glu Mobile Inc. ("Glu"). Mr. Ludwig subsequently purchased an aggregate of 15,010 shares of Glu's common stock under Glu's Employee Stock Purchase Plan on August 19, 2011 and February 21, 2012 in transactions exempt from reporting under Rule 16b-3(c) promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), increasing his direct beneficial ownership of Glu's common stock to 72,010 shares.
- (3) Represents a transfer of shares to the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- (4) Includes 194 shares purchased by Mr. Ludwig on August 21, 2012 under Glu's Employee Stock Purchase Plan, which purchase was exempt from reporting under Rule 16b-3(c) promulgated under the Exchange Act.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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