

CASE STEPHEN M  
Form 4  
February 07, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Revolution Living LLC

(Last) (First) (Middle)

1717 RHODE ISLAND AVENUE,  
N.W.

(Street)

WASHINGTON,, DC 20036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
GAIAM INC [GAIA]

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

02/06/2007

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)

\_\_\_ Form filed by One Reporting Person  
\_X\_ 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 Indirect Beneficial Ownership (Instr. 4) |   |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|
|  |                                      |  |                                | (A) or (D)  | Price   |  |   |   |
| Class A Common Stock, par value \$0.0001 | 02/06/2007                           |  | S                              | 2,500,000   | D   | \$ 0 <sup>(1)</sup>                                      | 13.14   | D |

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

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SEC 1474 (9-02)



## Edgar Filing: CASE STEPHEN M - Form 4

On February 6, 2007, Revolution Living LLC sold 2,500,000 shares of Class A Common Stock, par value \$0.0001, to Gaiam, Inc. The securities were owned directly by Revolution Living LLC. Revolution Living LLC is part of a multi-tier holding structure, and is held by Revolution Management Company LLC and its parent Revolution LLC, which in turn is owned by Stephen M. Case Revocable Trust, the trustee of which is Stephen M. Case. Accordingly, each of Revolution Management Company LLC, Revolution LLC, Stephen M. Case Revocable Trust and Stephen M. Case may be deemed to be an indirect beneficial owner of the securities held by Revolution Living LLC.

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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