

SMITH BRYAN D.
Form 3
September 03, 2010

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

OMB APPROVAL

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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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| SMITH BRYAN D. | | (Month/Day/Year) | LoopNet, Inc. [LOOP] | |
| (Last) | (First) | (Middle) | 09/01/2010 | |
| C/O LOOPNET, INC., 181 W. HUNTINGTON DRIVE, SUITE 208 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | SVP, Sales and Service | |
| MONROVIA, CA 91016 | | | | |
| (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) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 40,890 | D | |

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

SEC 1473 (7-02)

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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 Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|-------------------------------------------------------|
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|-------------------------------------------------------|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | Â (1) | 09/15/2013 | Common Stock | 25,000 (1) | \$ 0.1 | D | Â |
| Employee Stock Option (Right to Buy) | Â (2) | 01/19/2016 | Common Stock | 10,020 | \$ 4.075 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 09/17/2013 | Common Stock | 15,000 | \$ 12.34 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 03/20/2014 | Common Stock | 15,000 | \$ 16.07 | D | Â |
| Employee Stock Option (Right to Buy) | Â (5) | 01/08/2015 | Common Stock | 25,000 | \$ 11.06 | D | Â |
| Employee Stock Option (Right to Buy) | Â (6) | 02/12/2016 | Common Stock | 45,000 | \$ 7.26 | D | Â |
| Employee Stock Option (Right to Buy) | Â (7) | 02/10/2017 | Common Stock | 25,000 | \$ 9.97 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH BRYAN D. C/O LOOPNET, INC. 181 W. HUNTINGTON DRIVE, SUITE 208 MONROVIA, CA 91016 | Â | Â | Â SVP, Sales and Service | Â |

Signatures

/s/ Maria T. Valles,
Attorney-in-Fact

09/02/2010

**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).

- (1) 60,000 shares were granted on September 16, 2003 and are all vested as of the date hereof. 25,000 shares remain outstanding and exercisable as of the date hereof.
- (2) Option vest 1/48th per month beginning on the date of grant, so long as the reporting person remains an employee of the Issuer. 10,020 shares were granted on January 20, 2006 of which 9,811 are vested and exercisable as of the date hereof.
- (3) Option vest 1/48th per month beginning on the date of grant, so long as the reporting person remains an employee of the Issuer. 15,000 shares were granted on September 18, 2006 of which 14,688 are vested and exercisable as of the date hereof.
- (4) Option vest 1/48th per month beginning on the date of grant, so long as the Reporting Person remains an employee of the Issuer. 15,000 shares were granted on March 21, 2007 of which 12,812 are vested and exercisable as of the date hereof.
- (5)

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Option vest 1/48th per month beginning on the date of grant, so long as the Reporting Person remains an employee of the Issuer. 25,000 shares were granted on January 9, 2008 of which 16,145 are vested and exercisable as of the date hereof.

- (6) Option vest 1/48th per month beginning on the date of grant, so long as the Reporting Person remains an employee of the Issuer. 45,000 shares were granted on February 13, 2009 of which 16,874 are vested and exercisable as of the date hereof.
- (7) Option vest 1/48th per month beginning on the date of grant, so long as the Reporting Person remains an employee of the Issuer. 25,000 shares were granted on February 11, 2010 of which 3,124 are vested and exercisable as of the date hereof.

Â

Remarks:

ExhibitÂ 24.1: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.