

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

MusclePharm Corp

Form: 4

Date Filed: 2020-12-01

Corporate Issuer CIK: 1415684

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Drexler Ryan Charles <small>(Last) (First) (Middle)</small>		2. Issuer Name and Ticker or Trading Symbol MusclePharm Corp [MSLP]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO and President				
C/O MUSCLEPHARM CORPORATION, 4500 PARK GRANADA, SUITE 202 <small>(Street)</small>		3. Date of Earliest Transaction (Month/Day/Year) 11/29/2020		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person				
CALABASAS, CA 91302 <small>(City) (State) (Zip)</small>		4. If Amendment, Date Original Filed (Month/Day/Year)						
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)
			Code	V	Amount	(A) or (D)	Price	

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

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. SEC 1474 (9-02)

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Convertible Promissory Note	\$ 0.23	11/29/2020		J		\$ 2,871,967	(1)	07/01/2021	Common Stock	12,486,813	\$ 0.23	\$ 2,871,967	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Drexler Ryan Charles C/O MUSCLEPHARM CORPORATION 4500 PARK GRANADA, SUITE 202 CALABASAS, CA 91302	X	X	CEO and President	

Signatures

/s/ Ryan Charles Drexler 12/01/2020
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).
On November 29, 2020, Mr. Drexler entered into a convertible secured promissory note agreement with a principal amount of \$2,871,967 with the Company (the "November 2020 Convertible Note").
(1) Mr. Drexler may elect to convert all or any portion of the convertible amount into shares of the Company's common stock at any time for \$0.23 per share at any time. Both the principal and any accrued but unpaid interest under the November 2020 Convertible Note will become due and payable on July 1, 2021, unless earlier converted or repaid.

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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C/O MUSCLEPHARM CORPORATION, 4500 PARK GRANADA, SUITE 202 <small>(Street)</small>		3. Date of Earliest Transaction (Month/Day/Year) 11/29/2020		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person					
CALABASAS, CA 91302 <small>(City) (State) (Zip)</small>		4. If Amendment, Date Original Filed (Month/Day/Year)							
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			Code	V	Amount	(A) or (D)	Price		

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Convertible Promissory Note	\$ 0.23	11/29/2020		J	\$ 2,871,967	(1)	07/01/2021	Common Stock	12,486,813	\$ 0.23	\$ 2,871,967	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Drexler Ryan Charles C/O MUSCLEPHARM CORPORATION 4500 PARK GRANADA, SUITE 202 CALABASAS, CA 91302	X	X	CEO and President	

Signatures

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