

# FORM 4

**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).

## 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 <b>PETERMAN TIM</b>		2. Issuer Name and Ticker or Trading Symbol <b>EVINE Live Inc. [EVLV]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> Officer (give title below) <b>CEO</b> ____ 10% Owner ____ Other (specify below)	
(Last) (First) (Middle) <b>6740 SHADY OAK ROAD</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>05/02/2019</b>			
(Street) <b>EDEN PRAIRIE, MN 55344</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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
Common Stock	05/02/2019		P		166,667	A	\$ 0.75	328,667	D	

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

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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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Units	(1)	05/02/2019		A	680,000		(2)	05/02/2029	Common Stock	680,000	\$ 0	680,000	D	
Warrants (right to buy)	\$ 1.5	05/02/2019		P	72,917			05/02/2019 05/01/2024	Common Stock	72,917	\$ 0	72,917	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETERMAN TIM 6740 SHADY OAK ROAD EDEN PRAIRIE, MN 55344			CEO	

## Signatures

/s/ Jonathan R. Zimmerman, Attorney-in-Fact	05/06/2019
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Each performance stock unit represents a contingent right to receive one share of common stock and was granted as an inducement material to the reporting person's entering into employment with the Company in accordance with Nasdaq Listing Rule 5635(c)(4).

The performance stock units grant shall vest one-third upon the one year anniversary of the grant date, one-third when the per-share closing price of the issuer's common stock reaches or exceeds an average trading price of \$2.00 for 20 consecutive trading days and the reporting person has been continuously employed for at least one year from the grant date, and the remaining shares when the (2) per-share closing price of the issuer's common stock reaches or exceeds an average trading price of \$4.00 for 20 consecutive trading days and the reporting person has been continuously employed for at least two years after the grant date, and shall otherwise be subject to the terms and conditions of the applicable award agreement.

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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