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

(First) EDIA, INC., 2101 W E 1650 (Street) A 94612 (State)	(Middle) EBSTER	3. Date of 06/03/2 4. If Ame 2A. Deer Execution	f Earliest 013 endment, med n Date, i	3. Transa Code (Instr. 8)	n (Mornal File	Derivativ 4. Secu or Disp	ve Securitie rities Acqui oosed of (D) 3, 4 and 5) (A)	6X ————————————————————————————————————	d, Disposed of Amount of Sowned Follow transaction(s)	Joint/Group One Reporting Information on Benefits of, or Benefits Benefits Bring Reported	Depth of the Revenue Office Priling Check Person Reporting Person Ficially Owner eneficially od	Ówner r (specify bele er Applicable Li d 5. Ownership Form:	
(Street) A 94612	(Zip) 2. Transaction Date (Month/Day/Year) 06/03/2013	2A. Deer Execution	med n Date, i	Table I - 3. Transaf Code (Instr. 8) Code	- Non-I	4. Secu or Disp (Instr. 3	ve Securitie rities Acqui oosed of (D) 3, 4 and 5) (A)	s Acquire red (A) 5.	d, Disposed of Amount of Sowned Follow fransaction(s)	one Reporting Information on Properties of, or Beneficial Securities Bring Reporter	Person Reporting Person Ficially Owner eneficially	d 5. Ownership Form:	7. Nature of Indirect
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					V	Amoun			1			6. Ownership Form: Direct (D) or Indirect	of Indirect
				M ⁽¹⁾			or nt (D)	Price				(I) (Instr. 4)	
	06/03/2013					30,000	0 A \$	0.16 2	30,000			D	
				S ⁽¹⁾		26,100	0 D \$ 15		03,900			D	
	06/03/2013			S ⁽¹⁾		3,900	D \$ 16		00,000			D	
n a separate line for each		- Derivati	ve Secui	rities Acqu	Pers in th disp ired, D	sons whis form plays a d	of, or Bene	equired to valid OMI ficially Ov		ınless the		ed SEC	1474 (9-02)
3. Transaction Date (Month/Day/Year) ftitive ty	any	f Transaction of Do Code Secu (Instr. 8) Acqu or Di of (Instr. 8)		erivative Expira (Month urities uired (A) bisposed D) tr. 3, 4,		tion Date h/Day/Year)		of Under Securities	of Underlying Securities		Derivative Securities Beneficially Owned Following Reported	Form of Derivativ Security: Direct (I or Indire	ve Ownersh (Instr. 4)
		Code	V (A)	(D)	Date Exercis			Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)
16 06/03/2013		М		30,000	<u>(4</u>	4) 07	7/06/2019		130 0001	\$ 0	305,063	D	
rci of tiv ty	on Date (Month/Day/Year	3. Transaction Date (Month/Day/Year) /e	3. Transaction Ontice (Month/Day/Year) A Code (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code (Instr. 8)	3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Accepted by the control of th	3. Transaction Date (Month/Day/Year) (Ag., puts, calls, warrants, or of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Ag., puts, calls, warrants, or of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Ag., puts, calls, warrants, or of Derivative Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Code V (A) (D)	Table II - Derivative Securities Acquired, Degree (e.g., puts, calls, warrants, options) 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (And Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code Securities Acquired, Degree (Code Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Code V (A) (D) (Code V (A) (D)	Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, converting of Date (Month/Day/Year) 3A. Deemed (Execution Date, if any (Month/Day/Year)) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V (A) (D) (Date Exercisable Expiration Date (Month/Day/Year)) (Month/Day/Year)	Table II - Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securion Date Solution Securities	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Execution Date, if (Month/Day/Year)) 3. Transaction Date (Execution Date, if (Month/Day/Year)) 4. Transaction Of Derivative Securities (Instr. 8) 3. Transaction Date (Execution Date, if (Month/Day/Year)) 4. Transaction Of Derivative Securities (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Of Derivative Securities (Month/Day/Year) 3. Transaction Date (Expiration Date (Instr. 3 and 5)) 4. Date Exercisable Expiration Date (Instr. 3 and 5) Code V (A) (D) 4. Date Exercisable Expiration Date (Instr. 3 and 5) Code V (A) (D) Common Date (Instr. 3 and 5) Code V (A) (D) Common Date (Instr. 3 and 5)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4, and 5) Date (Exercisable and Expiration Date (Month/Day/Year) (Instr. 3 and 4) Amount or Date (Instr. 3 and 4) Code V (A) (D) Date Exercisable Expiration Date Title Amount or Number of Shares	3. Transaction Date (Execution Date, if (Month/Day/Year) (Instr. 3) A Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Code V (A) (D) (Month/Day/2013) (Month/Day/2013) (Month/Day/2013) (E.g., puts, calls, warrants, options, convertible securities) 5. Number of Date Exercisable and of Durivative Securities (Month/Day/Year) (Month/Day/Year) (Instr. 8) Date Expiration Date (Month/Day/Year) (Instr. 3 and 4) (Instr. 5) Amount or Number of Shares	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Date (Code V (A) (D) Date Expiration Date Expiration Date Expiration Date (Instr. 3) Amount or Number of Security Amount or Number of Shares Amount or Number of Shares Common Amount or Number of Shares Common Amount or Number of Shares Common Amount or Number of Shares	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction on Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) 3. Transaction on Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4.

Relationships

Chief Revenue Officer

Other

Officer

10%

Owner

Director

Signatures

Trimble John

PANDORA MEDIA, INC.

OAKLAND, CA 94612

/s/ Jeremy Liegl, Attorney-in-Fact	06/05/2013
**Signature of Reporting Person	Date

Reporting Owner Name / Address

2101 WEBSTER STREET, SUITE 1650

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) Shares acquired and disposed of pursuant to a previously established Rule 10b5-1 Plan.
 - The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.82 to \$15.81, inclusive. The reporting person
- (2) undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) and (3) to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.82 to \$16.68, inclusive.
- (4) Fully vested.

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.