SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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1. Name and Address of Reporting Person [*] JONES JERRY C			2. Issuer Name and Ticker or Trading Symbol ACXIOM CORP [ACXM]		tionship of Reporting Per all applicable) Director	rson(s) to Issuer 10% Owner	
(Last) ACXIOM CORF 601 E. THIRD S		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2015	X	Officer (give title below) Chief Ethics & Le	Other (specify below) gal Officer	
601 E. THIRD S [*] (Street) LITTLE ROCK (City)	AR (State)	72201 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	dual or Joint/Group Filing (Check Applicat Form filed by One Reporting Person Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - Non-Derivative Securities Acquired, Disposed of, of Deriencially 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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock, \$.10 Par Value	05/20/2015		A		10,369(1)	A	\$ <mark>0.0</mark>	115,321	D				
Common Stock, \$.10 Par Value	05/20/2015		A		7,776 ⁽²⁾	A	\$ <mark>0.0</mark>	123,097	D				
Common Stock, \$.10 Par Value	05/21/2015		F		630 ⁽³⁾	D	\$16.58	122,467	D				
Common Stock, \$.10 Par Value								4,138.9049	Ι	by Managed Account 1			
Common Stock, \$.10 Par Value								1,889.0081	Ι	by Managed Account 2			

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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Non- Qualified Stock Option (right to buy)	\$17.49	05/20/2015		A		20,833		(4)	05/20/2025	Common Stock, \$.10 Par Value	20,833	\$0.0	20,833	D	

Explanation of Responses:

1. This is a grant of performance units. Each performance unit represents a contingent right to receive one share of the registrant's common stock. Vesting will occur subsequent to the attainment of certain performance criteria approved by the Compensation Committee of the registrant's Board of Directors for the performance period ending March 31, 2018, contingent upon the reporting person's continued employment with the registrant.

2. This is a grant of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of the registrant's common stock. Vesting will begin on May 20, 2016 with 25% of the total becoming vested on that date and 25% each 12 months thereafter until 100% vested, contingent upon the reporting person's continued employment with the registrant.

3. These shares were withheld by Acxiom Corporation to satisfy the reporting person's tax obligations that arose on May 21, 2015, when restricted stock units belonging to the reporting person vested.

4. This non-qualified stock option vests incrementally over four years beginning May 20, 2016, with 25% of the total becoming vested on that date and 25% each 12 months thereafter until 100% vested. The option expires 10 years from the date of grant.

<u>By: Catherine L. Hughes,</u> <u>Attorney-in-Fact For: Jerry C.</u>

Attorney-in-Fac Jones

** Signature of Reporting Person

<u>05/22/201</u>5

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.