

ACXIOM CORP
Form 4
August 07, 2014

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
JENSON WARREN

(Last) (First) (Middle)

ACXIOM CORPORATION, 601 E. THIRD STREET

(Street)

LITTLE ROCK, AR 72201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ACXIOM CORP [ACXM]

3. Date of Earliest Transaction (Month/Day/Year)
08/05/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Financial Officer & EVP

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

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)
Common Stock, \$.10 Par Value	08/05/2014		M	(A)	\$ 108,038 (1) 17.97	269,750	D
Common Stock, \$.10 Par Value	08/05/2014		F	(D)	\$ 55,736 (2) 17.97	214,014	D
Common Stock, \$.10 Par Value					754.1559	I	by Managed Account 1

Common
Stock,
\$.10 Par
Value

490.0604 I

by
Managed
Account 2

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Performance Units	(1)	08/05/2014		M	108,038	(1) (1)	Common Stock, \$.10 Par Value 108,038

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JENSON WARREN ACXIOM CORPORATION 601 E. THIRD STREET LITTLE ROCK, AR 72201			Chief Financial Officer & EVP	

Signatures

By: Catherine L. Hughes, Attorney-in-Fact For: Warren C. Jenson 08/07/2014

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).

(1) The performance units granted to the reporting person on January 13, 2012 were contingent upon (a) certain performance criteria pertaining to the registrant's performance period ending July 26, 2014 having been satisfied and approved by the Compensation Committee of the registrant's Board of Directors, and (b) the reporting person's continued employment with the registrant. The

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Compensation Committee determined on August 5, 2014 that the performance criteria were met and the performance units vested 100%.

- (2) These shares were withheld by Acxiom Corporation to satisfy the reporting person's tax obligations that arose on August 5, 2014, when performance stock units belonging to the reporting person vested.

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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