

JENSON WARREN
Form 4
May 16, 2018

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, 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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ACXIOM CORPORATION, 301 E. DAVE WARD DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2018

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

(Street)
CONWAY, AR 72032

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or (D) Price		
COMMON STOCK, \$.10 PAR VALUE	05/14/2018		J		65,747 (1)	D	\$ 0 313,993 D
COMMON STOCK, \$.10 PAR VALUE	05/14/2018		F		23,885 (2)	D	\$ 27.21 290,108 D
COMMON STOCK, \$.10 PAR VALUE							2,158.5562 I

BY
MANAGED
ACCOUNT
1

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JENSON WARREN ACXIOM CORPORATION 301 E. DAVE WARD DRIVE CONWAY, AR 72032			Chief Financial Officer & EVP	

Signatures

/s/ By: Catherine L. Hughes, Attorney-in-Fact For: Warren
Jenson

05/16/2018

**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) Represents previously reported performance-based restricted stock units ("PSRUs") that the Compensation Committee of the registrant's Board of Directors determined on May 14, 2018 did not vest and were, by the terms of the original grant agreement, automatically

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cancelled as of such date. The reporting person's Form 4 filed March 27, 2015 reported a grant of PSRUs (covering 111,111 shares of common stock) that could vest at 0% to 100% of such reported amount based upon certain performance criteria for the period ending March 31, 2018 having been satisfied and approved by the Compensation Committee. On May 14, 2018, the Compensation Committee determined that 40.8275% of the award vested.

- (2) These shares were withheld by the registrant to satisfy the reporting person's tax obligations that arose as a result of the performance-based restricted stock unit vesting discussed in footnote 1 above.

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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