

Gupta Anneka R.
Form 4
June 18, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Gupta Anneka R.

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

CONWAY, AR 72032

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
06/14/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Divisional Co-President

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (D) Price | | |
| COMMON STOCK, \$.10 PAR VALUE | 06/14/2018 | | J | | 1,332 ⁽¹⁾ | D | \$ 0 161,792 D |
| COMMON STOCK, \$.10 PAR VALUE | 06/14/2018 | | F | | 685 ⁽²⁾ | D | \$ 30.33 161,107 D |
| COMMON STOCK, \$.10 PAR VALUE | | | | | | I | 1,218.4912 I |

BY
MANAGED
ACCOUNT
1

Edgar Filing: Gupta Anneka R. - Form 4

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

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 control number. SEC 1474 (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 Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gupta Anneka R. ACXIOM CORPORATION 301 E. DAVE WARD DRIVE CONWAY, AR 72032 | | | Divisional Co-President | |

Signatures

/s/ By: Catherine L. Hughes, Attorney-in-Fact For: Anneka R. Gupta 06/18/2018

__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).
- Represents previously reported performance stock units that the Compensation Committee of the registrant's Board of Directors determined on June 14, 2018 did not vest and were, by the terms of the original grant agreement, automatically cancelled as of such date. On June 28, 2017, the reporting person received a grant of performance stock units (covering 8,553 shares of common stock) that could
- (1) vest ratably over three years at 0% to 300% of target based upon certain performance criteria for the periods ending March 31, 2018, March 31, 2019 and March 31, 2020 having been satisfied and approved by the Compensation Committee. Such award was reported at target in the reporting person's Form 3 filed September 14, 2017. On June 14, 2018, the Compensation Committee determined that 53.27% of the first tranche of such award vested.
- (2)

Edgar Filing: Gupta Anneka R. - Form 4

These shares were withheld by Acxiom Corporation to satisfy the reporting person's tax obligations that arose on June 14, 2018, when restricted 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. 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.