

JONES JERRY C
Form 4
May 23, 2012

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 *
JONES JERRY C

(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)
05/21/2012

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)

Chief Legal Officer &

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$.10 Par Value	05/21/2012		A		9,808 ⁽¹⁾	A	\$ 0 79,399.3938
Common Stock, \$.10 Par Value	05/21/2012		A		7,356 ⁽²⁾	A	\$ 0 86,755.3938
Common Stock, \$.10 Par Value	05/22/2012		F		814 ⁽³⁾	D	\$ 13.27 85,941.3938
Common Stock, \$.10						I	2,971.4664 by Managed

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- 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, 2015, contingent upon the reporting person's continued employment with the registrant.
- (1) 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 21, 2013 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.
 - (2) These shares were withheld by Acxiom Corporation to satisfy the reporting person's tax obligations that arose on May 22, 2012, when restricted stock units belonging to the reporting person vested.
 - (3) This non-qualified stock option vests incrementally over four years beginning May 21, 2013, 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.
 - (4)

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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