

ACXION CORP
Form 4
May 22, 2015

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JENSON WARREN

(Last) (First) (Middle)

ACXION CORPORATION, 601 E.
THIRD STREET

(Street)

LITTLE ROCK, AR 72201

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2015

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 Financial Officer & EVP

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)
Common Stock, \$.10 Par Value	05/20/2015		A	(A) or (D) Amount 35,714 (1)	\$ 0	406,449	D
Common Stock, \$.10 Par Value	05/20/2015		A	(A) or (D) Amount 26,786 (2)	\$ 0	433,235	D
Common Stock, \$.10 Par Value	05/21/2015		F	(A) or (D) Amount 4,129 (3)	\$ 16.58	429,106	D
Common Stock, \$.10					1,133.6565	I	by Managed

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Par Value			Account 1
Common			by
Stock, \$.10	490.0604	I	Managed
Par Value			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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 17.49	05/20/2015		A		71,759		<u>(4)</u>	05/20/2025	Common Stock, \$.10 Par Value	71,759

Reporting Owners

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

Signatures

By: Catherine L. Hughes, Attorney-in-Fact For: Warren C. Jenson 05/22/2015

 **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).

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(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.

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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