

ACTUATE CORP
Form 4
December 09, 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 *
AKIHA N NOBBY

(Last) (First) (Middle)
951 MARINERS ISLAND BLVD.

(Street)

SAN MATEO, CA 94404

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ACTUATE CORP [BIRT]

3. Date of Earliest Transaction
(Month/Day/Year)
12/05/2014

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)
SVP, Marketing

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 12/05/2014 | | M | | 35,000 A \$ 3.59 | 106,306 | D |
| Common Stock | 12/05/2014 | | S | | 35,000 D \$ 6.55 | 71,306 | D |
| Common Stock | 12/08/2014 | | M | | 5,000 A \$ 3.59 | 76,306 | D |
| Common Stock | 12/08/2014 | | M | | 10,000 A \$ 2.48 | 86,306 | D |
| Common Stock | 12/08/2014 | | S | | 15,000 D \$ 6.552 | 71,306 ⁽²⁾ | D |
| | | | | | <u>(1)</u> | | |

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option (right to buy) | \$ 3.59 | 12/05/2014 | | M | 35,000 | 01/24/2007 ⁽³⁾ 01/24/2016 | Common Stock | 35,000 |
| Option (right to buy) | \$ 3.59 | 12/08/2014 | | M | 5,000 | 01/24/2007 ⁽⁴⁾ 01/24/2016 | Common Stock | 5,000 |
| Option (right to buy) | \$ 2.48 | 12/08/2014 | | M | 10,000 | 01/28/2006 ⁽⁵⁾ 01/28/2015 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| AKIHA N NOBBY 951 MARINERS ISLAND BLVD. SAN MATEO, CA 94404 | | | SVP, Marketing | |

Signatures

/s/ N. Nobby
Akiha
12/09/2014

**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).

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- (1) Represents a weighted average price within the range of \$6.55 and \$6.56.

Includes (a) 5,000 shares of Issuer's common stock subject to a restricted stock unit award granted on January 28, 2011 that will be issued as those units vest, (b) 5,000 shares of Issuer's common stock subject to a restricted stock unit award granted on January 27, 2012 that

- (2) will be issued as those units vest, (c) 3,750 shares of Issuer's common stock subject to a restricted stock unit award granted on January 30, 2013 that will be issued as those units vest, and (d) 15,000 shares of Issuer's common stock subject to a restricted stock unit award granted on March 19, 2014 that will be issued as those units vest.
- (3) The underlying option became exercisable as to 1/4 of the option shares after one year from the vesting commencement date of January 24, 2006 and for the balance in a series of equal monthly installments over the following 36 months.
- (4) The underlying option became exercisable as to 1/4 of the option shares after one year from the vesting commencement date of January 24, 2006 and for the balance in a series of equal monthly installments over the following 36 months.
- (5) The underlying option became exercisable as to 1/4 of the option shares after one year from the vesting commencement date of January 28, 2005 and for the balance in a series of equal monthly installments over the following 36 months.

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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