ExactTarget, Inc. Form 3 June 10, 2013

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

 SALESFORCE COM INC

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/03/2013

ExactTarget, Inc. [ET]

THE LANDMARK @ ONE MARKET STREET, SUITE

300

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

Director Officer

X 10% Owner Other (give title below) (specify below)

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

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

SAN FRANCISCO, Â CAÂ 94105

(State)

(City)

(Zip)

Common Stock, par value \$0.0005 per share

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

 $0^{(1)(2)}$

3. Ownership 4. Nature of Indirect Beneficial

Form:

Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

 $I^{(1)}(2)$

See footnotes (1) (2)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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Date Expiration Title Exercisable Date M

Amount or Security Number of Shares Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10%

Officer Other

SALESFORCE COM INC

THE LANDMARK @ ONE MARKET STREET SUITE 300

Â X Â

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SAN FRANCISCO, Â CAÂ 94105

Signatures

/s/ Burke F. Norton, Executive Vice President and Chief Legal Officer

06/10/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

On June 3, 2013, salesforce.com, inc. ("salesforce.com") entered into an Acquisition Agreement (the "Acquisition Agreement") by and among salesforce.com, Excalibur Acquisition Corp., a wholly owned subsidiary of salesforce.com ("Merger Sub"), and the Issuer. In

- order to induce salesforce.com to enter into the Acquisition Agreement, certain equity holders of the Issuer (the "Stockholders") entered into support agreements with salesforce.com on June 3, 2013 (the "Support Agreements"). Subject to the terms and conditions of the Support Agreements, such the Stockholders agreed, among other things, to tender their shares in a cash tender offer and, if required, to vote their shares in favor of adoption of the Acquisition Agreement. (Continued in Footnote 2)
 - As a result of the Support Agreements, salesforce.com may be deemed to share with each Stockholder the power to vote or to direct the voting of 18,181,865 shares covered by the Support Agreements solely with respect to those matters described in the Support Agreements. Accordingly, salesforce.com may be deemed to have beneficial ownership of such shares of the Issuer's Common Stock. See
- (2) the Schedule 13D filed by salesforce.com on June 10, 2013. Salesforce.com is not entitled to any rights as a stockholder of the Issuer as to the shares covered by the Support Agreements, and neither the filing of this Form 3 nor any of its contents shall be deemed to constitute an admission by salesforce.com that it is the beneficial owner of any of the Issuer's Common Stock referred to herein for purposes of Section 16 or any other purpose, and such beneficial ownership is expressly disclaimed.

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.

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