

INFORMATICA CORP
Form 4
August 12, 2015

FORM 4

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

OMB APPROVAL

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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 *
Brea Margaret Anne

(Last) (First) (Middle)
2100 SEAPORT BOULEVARD
(Street)

REDWOOD CITY, CA 94063

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INFORMATICA CORP [INFA]

3. Date of Earliest Transaction (Month/Day/Year)
08/06/2015

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)
EVP, CMO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | Code | V | Amount | (D) | |
| Common Stock | 08/06/2015 | | D | | 65,099 | D | |
| | | | | | <u>(1)</u> <u>(2)</u> | | |
| | | | | | 0 | | |

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

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SEC 1474 (9-02)

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

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| 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 Underlying (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-qualified stock option (right to buy) | \$ 30.33 | 08/06/2015 | | D | 125,000 | (3) 12/17/2019 | Common Stock | |
| Non-qualified stock option (right to buy) | \$ 38.25 | 08/06/2015 | | D | 75,000 | (3) 02/03/2021 | Common Stock | |
| Non-qualified stock option (right to buy) | \$ 42.5 | 08/06/2015 | | D | 33,482 | (3) 02/05/2022 | Common Stock | |
| Performance-based restricted stock unit | (4) | 08/06/2015 | | D | 6,250 | (4) (4) | Common Stock | |
| Performance-based restricted stock unit | (4) | 08/06/2015 | | D | 9,375 | (4) (4) | Common Stock | |
| Performance-based restricted stock unit | (4) | 08/06/2015 | | D | 4,688 | (4) (4) | Common Stock | |
| Performance-based restricted stock unit | (4) | 08/06/2015 | | D | 4,688 | (4) (4) | Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| Breya Margaret Anne 2100 SEAPORT BOULEVARD REDWOOD CITY, CA 94063 | | | EVP, CMO | |

Signatures

/s/ Edwin White, Attorney in Fact for Margaret Breya 08/12/2015

__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).
- (1) Each outstanding share of the Common Stock of the Issuer was converted into the right to receive \$48.75 per share in cash, as described in the Merger Agreement.

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- (2) Certain of these securities were restricted stock units ("RSUs") that represented the Reporting Person's right to receive Common Stock shares of the Issuer. The RSUs were cancelled or assumed by Newco, as described in the Merger Agreement.
- (3) Each outstanding option of the Issuer was either converted into the right to receive cash, or was cancelled without any cash payment or other consideration, as described in the Merger Agreement.
- (4) Performance-based restricted stock units ("PSUs") were cancelled, as described in the Merger Agreement. PSUs designated as Vested PSU or Rollover PSU were cancelled or assumed by Newco and converted into the right to receive cash payment, as described in the Merger Agreement.

Remarks:

This Form 4 reports securities disposed pursuant to the terms of an Agreement and Plan of Merger (the "Merger Agreement"),

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.