

SYMANTEC CORP
Form 4
August 03, 2016

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 *
Clark Gregory S.

(Last) (First) (Middle)
350 ELLIS STREET
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYMANTEC CORP [SYMC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2016

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)
CEO

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)
Common Stock	08/01/2016		A	(A) 207,907 (1)	(D) Price 207,907	I	Gregory S Clark TR UA 01/29/2016 Gregory S Clark Living Trust
Common Stock	08/01/2016		A	(A) 2,121,613 (2)	(D) Price 2,329,520	I	GSC-OZ Investment LLC
	08/01/2016		A		\$ 0 2,763,046	D	

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Common Stock				433,526 (3)			
Common Stock	08/01/2016	A		433,526 (4)	A	\$ 0	3,196,572 D
Common Stock	08/01/2016	A		260,115 (5)	A	\$ 0	3,456,687 D
Common Stock	08/01/2016	A		152,028 (6)	A	\$ 0	3,608,715 D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (right to buy)	\$ 6.73	08/01/2016		A	3,865,271	(7)	09/09/2025	Common Stock	3,865,271

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clark Gregory S. 350 ELLIS STREET MOUNTAIN VIEW, CA 94043	X		CEO	

Signatures

/s/ Philip Reuther, as attorney-in-fact for Gregory S. Clark
08/03/2016

__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) Shares acquired pursuant to the Restricted Stock Reinvestment Agreement, dated as of June 12, 2016 with Symantec Corporation ("Symantec"). Shares will vest in equal monthly installments beginning August 30, 2016 and ending on October 30, 2019.

(2) Shares acquired pursuant to the LLC Reinvestment Agreement, dated as of June 12, 2016 with Symantec.

(3) Shares acquired pursuant to the merger (the "Merger") in which a wholly owned subsidiary of Symantec was merged with and into Blue Coat, Inc. ("Blue Coat"). The Reporting Person held 246,749.05 restricted stock units to acquire Blue Coat common stock that were exchanged for restricted stock units to acquire Symantec common stock in the Merger. On the effective date of the Merger, the closing price of Symantec's common stock was \$20.55 per share. Shares to vest fully in one installment on November 12, 2016.

(4) Shares acquired pursuant to the Merger. The Reporting Person held 246,749.05 restricted stock units to acquire Blue Coat common stock that were exchanged for restricted stock units to acquire Symantec common stock in the Merger. On the effective date of the Merger, the closing price of Symantec's common stock was \$20.55 per share. Shares to vest fully in one installment on November 12, 2017.

(5) Shares acquired pursuant to the Merger. The Reporting Person held restricted stock units to acquire 148,049.43 shares of common stock of Blue Coat that were exchanged for restricted stock units to acquire Symantec common stock in the Merger. On the effective date of the Merger, the closing price of Symantec's common stock was \$20.55 per share. Shares to vest 30% on August 1, 2017, 30% on August 1, 2018, and 40% on August 1, 2019.

(6) Shares acquired pursuant to the Merger. The Reporting Person held restricted stock units to acquire 86,529.96 shares of common stock of Blue Coat that were exchanged for restricted stock units to acquire Symantec common stock in the Merger. On the effective date of the Merger, the closing price of Symantec's common stock was \$20.55 per share. Shares to vest 30% on August 1, 2017, 30% on August 1, 2018, and 40% on August 1, 2019.

(7) The option vests and becomes exercisable in equal monthly installments over a period of two years, beginning August 1, 2016.

(8) Acquired pursuant to the Merger. The Reporting Person held an employee stock option to acquire 2,600,000 shares of Blue Coat common stock for \$10.00 per share that was exchanged for this option to purchase shares of common stock of Symantec in the Merger.

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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