

ACTUATE CORP

Form 3

December 15, 2014

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

OPEN TEXT CORP

(Last) (First) (Middle)

275 FRANK TOMPA DRIVE

(Street)

WATERLOO, A A6 N2L OA1

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/05/2014

3. Issuer Name and Ticker or Trading Symbol
ACTUATE CORP [BIRT]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, par value 0.001 per share

1,445,290 (1) (2) (3)

I

See Explanation of Responses (1)
(2) (3)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OPEN TEXT CORP 275 FRANK TOMPA DRIVE WATERLOO, A6 N2L OA1	Â	Â X	Â	Â

Signatures

Gordon A. Davies, Chief Legal Officer and Corporate Secretary Open Text Corporation

12/15/2014

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).

(1) The Reporting Person is the sole stockholder of Asteroid Acquisition Corporation, a Delaware corporation ("Merger Sub") and Open Text Holdings, Inc., a Delaware corporation. Open Text Holdings, Inc. is the sole stockholder of Open Text USA Inc., a Delaware corporation, which is the sole stockholder of Open Text Inc., a Delaware corporation. Open Text Inc. holds the 1,445,290 shares of Common Stock reported herein.

(2) In addition, the Reporting Person may be deemed to beneficially own 4,117,447 shares of Common Stock as a result of a Tender and Voting Agreement, dated December 5, 2014, by and among Peter I. Cittadini, President, Chief Executive Officer and a director of the Issuer, Arthur C. Patterson, the Issuer's lead independent director, and certain of their affiliates, the Reporting Person and Merger Sub.

(3) Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that the Reporting Persons is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of any equity securities reported herein in excess of their respective pecuniary interests, if any.

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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