

SYMANTEC CORP

Form 4

August 03, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fey Michael David

(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
____X____ Officer (give title below) ____ Other (specify below)

President and COO

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) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common Stock | 08/01/2016 | | A | (A) or (D) Amount (1) 173,410 | \$ 0 173,410 | D | |
| Common Stock | 08/01/2016 | | A | (A) or (D) Amount (2) 102,329 | \$ 0 275,739 | D | |

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

**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.**

SEC 1474
(9-02)

Edgar Filing: SYMANTEC CORP - Form 4

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 Shares |
| Employee Stock Option (right to buy) | \$ 1.69 | 08/01/2016 | | A | 79,287 | (3) 05/22/2025 | Common Stock 79,287 |
| Employee Stock Option (right to buy) | \$ 6.73 | 08/01/2016 | | A | 2,601,625 | (5) 09/09/2025 | Common Stock 2,601,625 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| Fey Michael David 350 ELLIS STREET MOUNTAIN VIEW, CA 94043 | President and COO |

Signatures

/s/ Philip Reuther, as attorney-in-fact for Michael D. Fey 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).

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 98,699.62 restricted stock units to acquire Blue Coat common stock that were

(1) 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.

Shares acquired pursuant to the Merger. The Reporting Person held 58,242.65 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 30% on August 1, 2017, 30% on August 1, 2018, and 40% on August 1, 2019.

(3) The option is fully vested.

Edgar Filing: SYMANTEC CORP - Form 4

- (4) Acquired pursuant to the Merger. The Reporting Person held an employee stock option to acquire 53,333.33 shares of Blue Coat common stock for \$2.50 per share that was exchanged for this option to purchase shares of common stock of Symantec in the Merger
- (5) The option vests and becomes exercisable in equal monthly installments over a period of two years, beginning August 1, 2016.
- (6) Acquired pursuant to the Merger. The Reporting Person held an employee stock option to acquire 1,750,000 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.

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.