

ERWIN RICHARD E.
Form 4
May 16, 2018

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 *
ERWIN RICHARD E.

2. Issuer Name and Ticker or Trading Symbol
ACXIOM CORP [ACXM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ACXIOM CORPORATION, 301 E. DAVE WARD DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
DIVISIONAL PRESIDENT

CONWAY, AR 72032

4. If Amendment, Date Original Filed(Month/Day/Year)

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

(City) (State) (Zip)

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)
			Code	V	Amount or (D) Price		
COMMON STOCK, \$.10 PAR VALUE	05/14/2018		J		20,964 (1)	D	\$ 0 117,321 D
COMMON STOCK, \$.10 PAR VALUE	05/14/2018		F		6,143 (2)	D	\$ 27.21 111,178 D
COMMON STOCK, \$.10 PAR VALUE							920.6615 I BY MANAGED ACCOUNT 1

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ERWIN RICHARD E. ACXIOM CORPORATION 301 E. DAVE WARD DRIVE CONWAY, AR 72032			DIVISIONAL PRESIDENT	

Signatures

/s/ By: Catherine L. Hughes, Attorney-in-Fact For: Richard E. Erwin
Date: 05/16/2018

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) Represents previously reported performance stock units ("PSUs") that the Compensation Committee of the registrant's Board of Directors determined on May 14, 2018 did not vest and were, by the terms of the original grant agreement, automatically cancelled as of such date. The reporting person's Form 4 filed April 14, 2015 reported a grant of performance units (covering 41,929 shares of common stock) that could vest at 0% to 150% of such reported amount based upon certain performance criteria for the period ending March 31, 2018 having been satisfied and approved by the Compensation Committee of the registrant's Board of Directors. On May 14, 2018, the Compensation Committee determined that 50% of the award vested.
- (2) These shares were withheld by the registrant to satisfy the reporting person's tax obligations that arose as a result of the performance unit vesting discussed in footnote 1 above.

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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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