Digimarc CORP Form 4 March 02, 2017

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

OMB APPROVAL

3235-0287

January 31,

OMB

Number:

Expires:

obligations may continue. See Instruction 1(b).

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DAVIS BRUCE L Issuer Symbol Digimarc CORP [DMRC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 9405 SW GEMINI DRIVE 03/01/2017 below) Chairman and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BEAVERTON, OR 97008 Person

(City)	(State) (Zi	p) Table l	- Non-Dei	rivative Se	curiti	es Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D) 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	03/01/2017	03/01/2017	Code V M	Amount 5,000	(D)	Price \$ 9.64	68,411	D	
Common Stock	03/01/2017	03/01/2017	S	5,000 (1)	D	\$ 25.63 (2)	63,411	D	
Series A Redeemable Nonvoting Preferred Stock							5,000	D	

Edgar Filing: Digimarc CORP - Form 4

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number on f 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Non-Qualified Stock Option	\$ 9.64	03/01/2017	03/01/2017	M	5,000	10/30/2010	10/30/2018	Common Stock	5,0
Non-Qualified Stock Option	\$ 14.99					01/02/2011	01/02/2020	Common Stock	70,
Non-Qualified Stock Option	\$ 30.01					01/02/2012	01/02/2021	Common Stock	75,
Non-Qualified Stock Option	\$ 27.61					12/04/2011	11/04/2021	Common Stock	100

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Othe			

DAVIS BRUCE L

9405 SW GEMINI DRIVE Chairman and CEO BEAVERTON, OR 97008

Signatures

Robert Chamness for Bruce 03/02/2017 **Davis**

**Signature of Reporting Person

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).
- The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 12, 2013 and amended on December 22, 2016.

Reporting Owners 2

Edgar Filing: Digimarc CORP - Form 4

(2) The price reported on this transaction is an average price. Shares were sold in multiple transactions at prices ranging from \$25.30 to \$25.95. If requested, the reporting person will provide full details of the sale.

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.