ELLISON LAWRENCE JOSEPH
Form 4
August 03, 2018

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ELLISON LAWRENCE JOSEPH

(Last) (First) (Middle)

C/O DELPHI ASSET MGMT CORPORATION, 5525 KIETZKE LANE, SUITE 200

(Street)

RENO, NV 89511

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ORACLE CORP [ORCL]

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director __X__ 10% Owner
__X__ Officer (give title below) __X__ Other (specify below)
Executive Chairman / Chief Technology Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/02/2018		M		210,936	A	$ 0	1,131,432,353	D	
Common Stock	08/02/2018		M		210,936	A	$ 0	1,131,643,289	D	
Common Stock	08/02/2018		M		210,936	A	$ 0	1,131,854,225	D	
Common Stock	08/02/2018		F		336,987 (1)	D	$ 47.9	1,131,517,238	D	

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

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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 Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar Nu Sh
Performance Stock Unit	$ 0	08/02/2018		A		210,936 (2)		(2)	(2)	Common Stock	2
Performance Stock Unit	$ 0	08/02/2018		M			210,936 (2)	(2)	(2)	Common Stock	2
Performance Stock Unit	$ 0	08/02/2018		A		210,936 (3)		(3)	(3)	Common Stock	2
Performance Stock Unit	$ 0	08/02/2018		M			210,936 (3)	(3)	(3)	Common Stock	2
Performance Stock Unit	$ 0	08/02/2018		A		210,936 (4)		(4)	(4)	Common Stock	2
Performance Stock Unit	$ 0	08/02/2018		M			210,936 (4)	(4)	(4)	Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLISON LAWRENCE JOSEPH C/O DELPHI ASSET MGMT CORPORATION 5525 KIETZKE LANE, SUITE 200 RENO, NV 89511	X	X	Executive Chairman	Chief Technology Officer

Signatures

/s/ Lori A. Clancy by Lori A. Clancy, Attorney in fact for Lawrence J. Ellison (POA filed 12/31/15)	08/03/2018
**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) Shares withheld for payment of tax liability upon vesting of performance stock units.

(2) Represents amount of performance stock units earned from awards granted on July 24, 2014 based on the achievement of performance targets for the fiscal year ended May 31, 2018, as determined by the Compensation Committee on August 2, 2018. The earned amount vested immediately. The number of earned performance stock units represents 150% of the target number of performance stock units eligible to be earned for the third performance period. The performance goals measured Oracle's performance against both a relative revenue growth metric (weighted 50%) and a relative operating cash flow metric (weighted 50%).

(3) Represents amount of performance stock units earned from an award granted on July 2, 2015 based on the achievement of performance targets for the fiscal year ended May 31, 2018, as determined by the Compensation Committee on August 2, 2018. The earned amount vested immediately. The number of earned performance stock units represents 150% of the target number of performance stock units eligible to be earned for the second performance period. The performance goals measured Oracle's performance against both a relative revenue growth metric (weighted 50%) and a relative operating cash flow metric (weighted 50%).

(4) Represents amount of performance stock units earned from an award granted on June 30, 2016 based on the achievement of performance targets for the fiscal year ended May 31, 2018, as determined by the Compensation Committee on August 2, 2018. The earned amount vested immediately. The number of earned performance stock units represents 150% of the target number of performance stock units eligible to be earned for the first performance period. The performance goals measured Oracle's performance against both a relative revenue growth metric (weighted 50%) and a relative operating cash flow metric (weighted 50%).

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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