

ExactTarget, Inc.  
Form 4  
July 12, 2013

**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 \*  
**Kopp Timothy B**

(Last) (First) (Middle)

**20 NORTH MERIDIAN  
STREET, SUITE 200**

(Street)

**INDIANAPOLIS, IN 46204**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**ExactTarget, Inc. [ET]**

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

**07/12/2013**

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)

**Chief Marketing 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 Ownership Indirect Beneficial (Instr. 4)
Common Stock	07/12/2013		D	(A) or (D) 5,312 (1)	\$ 33.75	15,938	D
Common Stock	07/12/2013		D	15,938	(2)	0	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: ExactTarget, Inc. - 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)	\$ 5.61	07/12/2013		D	100,000	<u>(3)</u>	05/26/2020	Common Stock	100,000
Employee Stock Option (right to buy)	\$ 7.7	07/12/2013		D	81,250	<u>(4)</u>	03/23/2021	Common Stock	81,250
Employee Stock Option (right to buy)	\$ 7.7	07/12/2013		D	18,750	<u>(5)</u>	03/23/2021	Common Stock	18,750
Employee Stock Option (right to buy)	\$ 15	07/12/2013		D	81,250	<u>(6)</u>	02/28/2022	Common Stock	81,250
Employee Stock Option (right to buy)	\$ 15	07/12/2013		D	18,750	<u>(7)</u>	02/28/2022	Common Stock	18,750
Employee Stock Option (right to buy)	\$ 22.1	07/12/2013		D	14,166	<u>(8)</u>	02/26/2023	Common Stock	14,166
Employee Stock Option (right to buy)	\$ 22.1	07/12/2013		D	28,334	<u>(9)</u>	02/26/2023	Common Stock	28,334

Employee

Stock

Option (right to buy)	\$ 4.67	07/12/2013	D	100,000	<u>(10)</u>	01/25/2019	Common Stock	100,00
-----------------------------	---------	------------	---	---------	-------------	------------	-----------------	--------

Employee

Stock

Option (right to buy)	\$ 3.36	07/12/2013	D	34,141	<u>(11)</u>	12/11/2017	Common Stock	34,141
-----------------------------	---------	------------	---	--------	-------------	------------	-----------------	--------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kopp Timothy B 20 NORTH MERIDIAN STREET SUITE 200 INDIANAPOLIS, IN 46204			Chief Marketing Officer	

## Signatures

/s/ Brent D. Mosby, attorney-in-fact for Timothy B.  
Kopp

07/12/2013

\_\_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 restricted stock units disposed of pursuant to a merger agreement between ExactTarget, Inc., salesforce.com, inc. and Excalibur Acquisition Corp.

(2) Represents restricted stock units disposed of pursuant to a merger agreement between ExactTarget, Inc., salesforce.com, inc. and Excalibur Acquisition Corp. These restricted stock units, which provided for vesting in four equal annual installments beginning February 26, 2014, were assumed by salesforce.com, inc. in the merger and replaced with 13,960 restricted stock units of salesforce.com, inc. that will vest in three equal annual installments beginning on February 26, 2014.

(3) This option grant, which provided that 25,000 of the options vested and became exercisable on May 27, 2011 and 75,000 of the options vest and become exercisable in thirty-six equal monthly installments beginning on June 27, 2011, was cancelled in the merger in exchange for a cash payment of \$2,814,500 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(4) This option grant, which provided that 25,000 of the options will vest and become exercisable on March 24, 2012 and 75,000 of the options will vest and become exercisable in thirty-six equal monthly installments beginning on April 24, 2012, was cancelled in the merger in exchange for a cash payment of \$2,116,562.50 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(5) This option grant, which provided that 25,000 of the options will vest and become exercisable on March 24, 2012 and 75,000 of the options will vest and become exercisable in thirty-six equal monthly installments beginning on April 24, 2012, was assumed by salesforce.com, inc. in the merger and replaced with an option to purchase 16,423 shares of salesforce.com, inc. common stock for \$8.79 per share.

(6) This option grant, which provided that 25,000 options would vest and become exercisable on March 1, 2013 and 75,000 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 1, 2013, was cancelled in the merger in exchange for a cash payment of \$1,523,437.50 representing the difference between the exercise price of the option and the market value

## Edgar Filing: ExactTarget, Inc. - Form 4

of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

- (7) This option grant, which provided that 25,000 options would vest and become exercisable on March 1, 2013 and 75,000 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 1, 2013, was assumed by salesforce.com, inc. in the merger and replaced with an option to purchase 16,423 shares of salesforce.com, inc. common stock for \$17.13 per share.

- (8) This option grant, which provided that one-fourth would vest and become exercisable on February 26, 2014 and three-fourths would vest and become exercisable in thirty-six equal monthly installments beginning on March 26, 2014, was cancelled in the merger in exchange for a cash payment of \$165,033.90 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

- (9) This option grant, which provided that one-fourth would vest and become exercisable on February 26, 2014 and three-fourths would vest and become exercisable in thirty-six equal monthly installments beginning on March 26, 2014, was assumed by salesforce.com, inc. in the merger and replaced with an option to purchase 24,817 shares of salesforce.com, inc. common stock for \$25.23 per share.

- (10) This option grant, which provided that 25,000 of the options vested and became exercisable on January 26, 2010 and 75,000 of the options vest and become exercisable in thirty-six equal monthly installments beginning on February 26, 2010, was cancelled in the merger in exchange for a cash payment of \$2,908,000 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

- (11) This option grant, which was fully vested and exercisable, was cancelled in the merger in exchange for a cash payment of \$1,037,544.90 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

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.