## Edgar Filing: IMPERVA INC - Form 4

IMPERVA II	NC										
Form 4 May 08, 2014	4										
FORM	Л								PPROVAL		
	UNITED	STATES			ND EXCHA D.C. 20549	ANGE	COMMISSIO	N OMB Number:	3235-0287		
Check this if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er <b>STATEN</b> 6. Filed pur <sup>18</sup> Section 17(	suant to S a) of the l	Section T Public U	NGES IN F SECURI 16(a) of the Itility Hold investment (	Estimated burden ho response	Estimated average burden hours per response 0.5					
(Print or Type R	lesponses)										
1. Name and Address of Reporting Person <u>*</u> GOUW RANZETTA THERESIA			2. Issuer Name <b>and</b> Ticker or Trading Symbol IMPERVA INC [IMPV]			ing	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O ASPECT VENTURES, 358 HAWTHORNE AVE			3. Date of Earliest Transaction (Month/Day/Year) 05/06/2014								
							X_ Director 10% Owner Officer (give title Other (specify below) below)				
				4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
PALO ALTO	O, CA 94301						Person	More than One R	leporting		
(City)	(State)	(Zip)	Tab	ole I - Non-De	erivative Secu	rities A	cquired, Disposed	of, or Beneficia	ally Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Transaction/ Code I	4. Securities Acquired (A) o Disposed of (D Instr. 3, 4 and (A) or Amount (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)		
Reminder: Repo	ort on a separate line	for each cl	ass of sec	urities benefic	cially owned d	irectly o	r indirectly.				
Persons who respond to the collection of SE information contained in this form are not required to respond unless the form displays a currently valid OMB control number.						SEC 1474 (9-02)					

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 20.83	05/06/2014		A	6,675	<u>(1)</u>	05/05/2024	Common Stock	6,675
Restricted Stock Units	<u>(2)</u>	05/06/2014		А	3,120	(3)	06/05/2015 <u>(4)</u>	Common Stock	3,120

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
I B B B B B B B B B B B B B B B B B B B	Director	10% Owner	Officer	Other			
GOUW RANZETTA THERESIA C/O ASPECT VENTURES, 358 HAWTHORNE AVE PALO ALTO, CA 94301	Х						
Signatures							
/s/ Tram Phi, Attorney-in-Fact	05/08/20	014					

Date

\*\*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).
- (1) This stock option vests as to 100% of the underlying shares 12 months following the vesting commencement date of May 6, 2014. This stock option is subject to accelerated vesting as to 100% of such shares following a change in control of the Issuer.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock of the Issuer upon vesting.
- (3) The restricted stock units vest as to 100% of the underlying shares 12 months following the vesting commencement date of May 6, 2014. The restricted stock units are subject to accelerated vesting as to 100% of such shares following a change in control of the Issuer.
- (4) The Issuer has up to 30 days following vesting to settle. The actual expiration date will be immediately following settlement.

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.