

## **COVISINT CORP**

# Reported by INMAN, III SAMUEL M.

#### FORM 4

(Statement of Changes in Beneficial Ownership)

#### Filed 07/28/17 for the Period Ending 07/26/17

Address 26533 EVERGREEN RD., SUITE 500

SOUTHFIELD, MI 48076

Telephone 2484832000

CIK 0001563699

Fiscal Year 03/31





[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Inman, III Samuel M.					Covisint Corp [ COVS ]									X Director	,	1	0% Owner	
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)									X Officer (give title below) Other (specify below)				
26533 EVER	RGREEN	ROAD,	SUITE						6/20					PRESIDENT	& CEO			
	(Stre	eet)		4.	If An	nendme	ent, Da	te O	rigir	nal Fil	led (M	MM/D	D/YYYY)	6. Individual	or Joint/G	roup Filing	(Check Appl	icable Line)
SOUTHFIELD, MI 48076 (City) (State) (Zip)														X Form filed by One Reporting Person Form filed by More than One Reporting Person				
		•	Гable I - I	Non-Dei	rivat	ive Sec	urities	Ac	quir	ed, D	ispos	sed o	f, or Be	neficially Own	ed			
1.Title of Security (Instr. 3)  2. Trans. Da				ans. Date	2A. D Execu Date,	3. Trans (Instr. 8			4. Securities or Disposed (Instr. 3, 4 a		of (D)	. ,	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  6. Ownership Form: Direct (D)		7. Nature of Indirect Beneficial Ownership			
							Code	e	V	Amoi		(A) or (D)	Price					(Instr. 4)
Common Stock			7/2	6/2017			D			16300 (1)		D	\$2.45		0		D	
	Tab	le II - Deri	vative Sec	urities ]	Bene	ficially	Owne	ed (	e.g.	, puts	, call	ls, wa	arrants	, options, conve	ertible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number Derivative Acquired ( Disposed o (Instr. 3, 4		e Securities I (A) or of (D)		6. Date Exercisable and Expiration Date				Underlying e Security		9. Number of derivative Securities Beneficially Owned	Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	V	(A)	. (	(D)	Date Exerc	cisable	Expira Date	ation	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Restricted Stock Units	<u>(2)</u>	7/26/2017		D		20000	0			(2)	<u>(2</u>	2)	Commo Stock	n 200000	\$0.00	0	D	
Non-Qualified Stock Option (right to buy)	\$4.86	7/26/2017		D		75000	0		1	(3)	<u>(3</u>	3)	Commo Stock	n 750000	\$0.00	0	D	

#### **Explanation of Responses:**

- (1) On June 5, 2017, Covisint Corporation (the "Issuer") entered in an Agreement and Plan of Merger (the "Merger Agreement"), among Open Text Corporation ("OpenText"), Cypress Merger Sub, Inc., a wholly owned subsidiary of OpenText ("Merger Sub"), and Issuer. Upon completion of the merger of the Issuer and Merger Sub (the "Closing"), the Reporting Person's shares of the Issuer's common stock, stock options and restricted stock units ("RSUs") were converted into the right to receive \$2.45 in cash, without interest (the "Merger Consideration").
- (2) Pursuant to the Merger Agreement, these RSUs were cancelled and converted into the right to receive the per share Merger Consideration in respect of each share underlying the RSU, subject to, and in accordance with, the terms and conditions applicable to such award.
- (3) Pursuant to the Merger Agreement, these options were cancelled and converted into the right to receive an amount in cash equal to product of: (i) the excess, if any, of the per share Merger Consideration over the exercise price of such options; and (ii) the number of shares of the Issuer's common stock that may be acquired upon exercise of such options immediately prior to the Closing.

**Reporting Owners** 

Panarting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Inman, III Samuel M. 26533 EVERGREEN ROAD SUITE 500 SOUTHFIELD, MI 48076	X		PRESIDENT & CEO						

#### **Signatures**

/s/ Michael A. Sosin, as Attorney-in-Fact for Samuel M. Inman, III

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

- \* 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).

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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