

# COVISINT CORP

Reported by  
**SMITH JOHN F.**

## FORM 4

(Statement of Changes in Beneficial Ownership)

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

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Fiscal Year	03/31

# FORM 4

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

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## 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)		
Smith John F.			Covisint Corp [ COVS ]			<input checked="" type="checkbox"/> Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
26533 EVERGREEN ROAD, SUITE 500			7/26/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
SOUTHFIELD, MI 48076						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(2)	7/26/2017		D		36408		(1)	(1)	Common Stock	36408	\$0.00	0	D	
Non-Qualified Stock Option (right to buy)	\$2.14	7/26/2017		D		40000		(2)	(2)	Common Stock	40000	\$0.00	0	D	

### Explanation of Responses:

- 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"). 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.
- 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

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith John F. 26533 EVERGREEN ROAD SUITE 500 SOUTHFIELD, MI 48076	X			

### Signatures

/s/ Michael A. Sosin, as Attorney-in-Fact for John F. Smith

7/27/2017

\*\*Signature of Reporting Person

Date

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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