

CONSTANT CONTACT, INC.

Reported by **HUGHES JOEL A**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/07/12 for the Period Ending 03/06/12

Address 1601 TRAPELO ROAD

SUITE 329

WALTHAM, MA 02451

Telephone 781-472-8100

CIK 0001405277

Symbol CTCT

Fiscal Year 12/31





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

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2011

Estimated average burden

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP hours per response... 0.5 **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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Hughes Joel A				C	or	nstant (Con	ıtact,	In	c. [CT	CT]					
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)						DD/YYYY)	Director 10% Owner			wner
												X Office below)	X Officer (give title below) Other (specify			r (specify
C/O CONSTANT CONTACT,													SVP, Strategy/Corp Development			
INC., 1601 TR	APEL(O ROA	AD													
(Street)											ed		6. Individual or Joint/Group Filing (Check Applicable Line)			
WALTHAM,	MA 024	151														
(City) (State) (Zip)													_ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person			
		Table	I - Non-	Deriv	ati	ive Secur	itie	s Acqı	uire	ed, Dispo	sed of, o	r Beneficially	y Owned			
· · · · · · · · · · · · · · · · · · ·			2. Tra Date					owing Reported T			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership				
Tabl	e II - Dei	·ivative	Securiti	es Be	ne	ficially O	wn	ed (<i>e</i> .	g.,	puts, cal	ls, warr	ants, options,	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	Conversion Date Deemed Coo		4. Trar Code (Instr.	8)	. Number of Derivative Securities Acquired (A) or Disposed of (D) Instr. 3, 4 and				7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		,	of derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial		
				Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction (s) (Instr. 4)	(I) (Instr. 4)	
Stock Option (Right to Buy)	\$28.76	3/6/2012		A		37500		(1))	3/6/2019	Common Stock	37500	\$ 0	37500	D	
Restricted Stock Units	(2)	3/6/2012		A		12500		(3))	(3)	Common Stock	12500	\$ 0	12500	D	

Explanation of Responses:

- (1) 25% of the shares subject to this option will vest on December 12, 2012, and an additional 6.25% of the shares subject to this option will vest quarterly thereafter, such that 100% of the shares subject to this option will be fully vested on December 12, 2015.
- (2) Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock.
- (3) 25% of the restricted stock units will vest on December 12, 2012, and an additional 6.25% of the restricted stock units will vest quarterly thereafter, such that 100% of the restricted stock units will be fully vested on December 12, 2015. Vested shares will be delivered to the reporting person within three business days after such shares become vested.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Hughes Joel A C/O CONSTANT CONTACT, INC.			SVP, Strategy/Corp Development				

1601 TRAPELO ROAD WALTHAM, MA 02451			
Signatures			
/s/ Robert P. Nault, attorney-in-fact	3/7/2012		

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

Date

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Signature of Reporting Person

** 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.

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.