

SYMANTEC CORP
Form 4
May 06, 2013

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENNETT STEPHEN M

(Last) (First) (Middle)

350 ELLIS STREET

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYMANTEC CORP [SYMC]

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/02/2013		M			150,000	A	\$ 0	265,000	D	
Common Stock	05/02/2013		M			150,000	A	\$ 0	415,000	D	
Common Stock	05/02/2013		F			72,326	D	\$ 24.56	342,674	D	
Common Stock	05/02/2013		F			78,270	D	\$ 24.56	115,000 ⁽¹⁾ <u>(2)</u>	D	
Common Stock									373,595 ⁽³⁾	I	Stephen M. Bennett and Marsha

C. Jordan
Revocable
Trust

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

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(9-02)

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 of Number of Shares
Performance Contingent Stock Units	(4) (5)	05/02/2013		M	150,000	(5) (5)	Common Stock 150,000
Performance Contingent Stock Units	(4) (6)	05/02/2013		M	150,000	(6) (6)	Common Stock 150,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNETT STEPHEN M 350 ELLIS STREET MOUNTAIN VIEW, CA 94043	X		President and CEO	

Signatures

/s/ Simona Katcher, as attorney-in-fact for Stephen M Bennett
05/06/2013

**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) Includes 522 shares that were acquired through the 2008 Employee Stock Purchase Plan on February 15, 2013.

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- (2) 149,926 shares were transferred to the Stephen M. Bennett and Marsha C. Jordan Revocable Trust on May 2, 2013.
- (3) Includes 149,926 shares that were transferred from Mr. Bennett's direct holdings on May 2, 2013.
- (4) Represents a performance contingent stock unit (PCSU) originally reported by the reporting person in a Form 4 filed with the Commission on October 23, 2012.
- (5) Each PCSU represented a contingent stock right to receive one share of the Company's common stock upon the Company's common stock achieving a volume weighted average closing price per share of at or above \$20.00.
- (6) Each PCSU represented a contingent stock right to receive one share of the Company's common stock upon the Company's common stock achieving a volume weighted average closing price per share of at or above \$22.00.

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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