SIMS BRYAN ALLEN

Form 4

February 16, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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Check this box

if no longer

subject to

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 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * SIMS BRYAN ALLEN

2. Issuer Name and Ticker or Trading Symbol

Issuer

SolarWinds, Inc. [SWI]

(Check all applicable)

5. Relationship of Reporting Person(s) to

C/O SOLARWINDS, INC., 3711 S.

(Street)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 02/14/2012

Director 10% Owner _X__ Officer (give title _ _ Other (specify below)

SVP, General Csl & Secretary

MOPAC EXPY., BUILDING TWO

(Middle)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

AUSTIN, TX 78746

(City)	(State)	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. 4. Securities Acquired (A) Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common Stock	02/14/2012		M	8,599	A	\$ 10	108,486	D			
Common Stock	02/14/2012		S	8,599 (1)	D	\$ 37.7433 (2)	99,887	D			

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

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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. Transactic Code (Instr. 8)	5. Number on 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 or Number of Shares
Employee Stock Option (right to buy)	\$ 10	02/14/2012		M	8,599	(3)	04/23/2019	Common Stock	8,599

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SIMS BRYAN ALLEN C/O SOLARWINDS, INC. 3711 S. MOPAC EXPY., BUILDING TWO AUSTIN, TX 78746

SVP, General Csl & Secretary

Signatures

a currently valid OMB number.

/s/ Bryan A. 02/16/2012 Sims

**Signature of Date
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) Shares sold pursuant to a 10b5-1 Trading Plan.
- This transaction was executed in multiple trades at prices ranging from \$37.74 to \$37.77, inclusive. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold and each separate price within the ranges set forth in this footnote.
- (3) 1/4th of the shares vested and became exercisable on April 23, 2010 and 1/48th vest and become exercisable each month thereafter.

 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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