Edgar Filing: MCDONALD JOHN T - Form 4

MCDONAI Form 4									
April 17, 20	ЛЛ			CILA	NOLO			APPROVAL	
Washington, D.C. 20549					OMB Number:	3235-0287			
Check t if no lor subject Section Form 4 Form 5 obligation	nger to 16. or Filed pursuant to ^{ons} Section 17(a) of the	SECU Section 16(a) of	CHANGES IN BENEFICIAL OW SECURITIES tion 16(a) of the Securities Exchang plic Utility Holding Company Act of				burden ho response.		
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).									
(Print or Type	Responses)								
MCDONALD JOHN T Symbol			nd Ticker or		-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	Upland Softwar 3. Date of Earliest	_		J	(Chec	ck all applicat	ble)	
(Month/Day/Y 401 CONGRESS AVE., STE 1850 04/16/2018						_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) CEO			
Filed(Mor			endment, Date Original onth/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
AUSTIN, IX /8/01 Person									
(City)	(State) (Zip)				_	uired, Disposed o		-	
1.Title of Security (Instr. 3)	any	on Date, if Transact Code Day/Year) (Instr. 8)	4. Securit ior(A) or Dia (Instr. 3, 4)	sposed	l of (D)	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)	
Common Stock	04/16/2018	S <u>(1)</u>	38,700		\$ 27.7 (2)	195,038 <u>(3)</u>	I	By MLPF&S as Cust. FBO J. McDonald IRA	
Common Stock	04/16/2018	S <u>(1)</u>	1,300	D	\$ 28.34 (4)	193,738 <u>(5)</u>	I	By MLPF&S as Cust. FBO J. McDonald IRA	

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

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable		of	Number		
				Code V	(A) (D)				Shares		

ner

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Oth		
MCDONALD JOHN T 401 CONGRESS AVE., STE 1850 AUSTIN, TX 78701	Х	Х	CEO			
Signatures						
/s/ Toni Nguyen.						

Attorney-In-Fact	04/17/2018			
<u>**</u> 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) Shares were sold pursuant to shareholder's 10b5-1 trading plan adopted by owner on August 21, 2017, with an effective date of March 19, 2018.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.12 to \$28.11, inclusive. The reporting person undertakes to provide to Upland Software, Inc., any security holder of Upland Software, Inc.,

- (2) or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.
- (3) Excludes 1,794,421 shares held directly for a total of 1,989,459 shares.

(4)

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.12 to \$28.61, inclusive. The reporting person undertakes to provide to Upland Software, Inc., any security holder of Upland Software, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

(5) Excludes 1,794,421 shares held directly for a total of 1,988,159 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.