

ExactTarget, Inc.
Form 4/A
July 29, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
DOLAN TRACI M

(Last) (First) (Middle)
20 NORTH MERIDIAN STREET, SUITE 200
(Street)

INDIANAPOLIS, IN 46204

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ExactTarget, Inc. [ET]

3. Date of Earliest Transaction (Month/Day/Year)
07/18/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
07/12/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Admin. Off. & Secretary

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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SEC 1474 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|--------------------------------------|------------------------------|------------------|------------|---|-----------|------------------|-----------------|---------|----------------------|
| | | | | Code | V (A) (D) | | | | |
| Employee Stock Option (right to buy) | \$ 4.67 | 07/18/2013 | D | 100,000 | (1) | 01/25/2019 | Common Stock | 100,000 | |
| Employee Stock Option (right to buy) | \$ 5.61 | 07/18/2013 | D | 70,000 | (2) | 05/26/2020 | Common Stock | 70,000 | |
| Employee Stock Option (right to buy) | \$ 7.7 | 07/18/2013 | D | 56,875 | (3) | 03/23/2021 | Common Stock | 56,875 | |
| Employee Stock Option (right to buy) | \$ 7.7 | 07/18/2013 | D | 13,125 | (4) | 03/23/2021 | Common Stock | 13,125 | |
| Employee Stock Option (right to buy) | \$ 15 | 07/18/2013 | D | 40,833 | (5) | 02/28/2022 | Common Stock | 40,833 | |
| Employee Stock Option (right to buy) | \$ 15 | 07/18/2013 | D | 29,167 | (6) | 02/28/2022 | Common Stock | 29,167 | |
| Employee Stock Option (right to buy) | \$ 0.5 | 07/18/2013 | D | 118,750 | (7) | 10/25/2014 | Common Stock | 118,750 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

DOLAN TRACI M
20 NORTH MERIDIAN STREET
SUITE 200
INDIANAPOLIS, IN 46204

Chief Admin. Off. & Secretary

Signatures

/s/ Brent D. Mosby, attorney-in-fact for Traci M.
Dolan

07/29/2013

**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) This option grant, which provided that 25,000 options would vest and become exercisable on January 26, 2010 and 75,000 options would vest and become exercisable in thirty-six equal monthly installments beginning on February 26, 2010, was cancelled in the merger in exchange for a cash payment of \$2,908,000 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(2) This option grant, which provided that 17,500 options would vest and become exercisable on May 27, 2011 and 52,500 options would vest and become exercisable in thirty-six equal monthly installments beginning on June 27, 2011, was cancelled in the merger in exchange for a cash payment of \$1,970,150 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(3) This option grant, which provided that 17,500 options would vest and become exercisable on March 24, 2012 and 52,500 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 24, 2012, was cancelled in the merger in exchange for a cash payment of \$1,481,593.75 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(4) This option grant, which provided that 17,500 options would vest and become exercisable on March 24, 2012 and 52,500 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 24, 2012, was assumed by salesforce.com, inc. in the merger and replaced with an option to purchase 10,990 shares of salesforce.com, inc. common stock for \$9.20 per share.

(5) This option grant, which provided that 17,500 options would vest and become exercisable on March 1, 2013 and 52,500 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 1, 2013, was cancelled in the merger in exchange for a cash payment of \$765,618.75 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

(6) This option grant, which provided that 17,500 options would vest and become exercisable on March 1, 2013 and 52,500 options would vest and become exercisable in thirty-six equal monthly installments beginning on April 1, 2013, was assumed by salesforce.com, inc. in the merger and replaced with an option to purchase 24,422 shares of salesforce.com, inc. common stock for \$17.92 per share.

(7) This option grant, which was fully vested and exercisable, was cancelled in the merger in exchange for a cash payment of \$3,948,437.50 representing the difference between the exercise price of the option and the market value of the underlying ExactTarget, Inc. common stock on the effective date of the merger (\$33.75 per share).

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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