

DAVIS BRUCE L  
Form 4  
November 05, 2012

**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 \*  
DAVIS BRUCE L

2. Issuer Name and Ticker or Trading Symbol  
Digimarc CORP [DMRC]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
9405 SW GEMINI DRIVE  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/04/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chairman and CEO

BEAVERTON, OR 97008

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                               |                                      |                                                    | Code                           | V                                                                 | Amount or (D) Price                                                                           |                                                          |                                                       |
| Common Stock                                  | 11/04/2012                           | 11/04/2012                                         | F                              |                                                                   | 7,576<br>(1)                                                                                  | D                                                        |                                                       |
| Common Stock                                  |                                      |                                                    |                                |                                                                   |                                                                                               | I                                                        | Trust                                                 |
| Series A Redeemable Nonvoting Preferred Stock |                                      |                                                    |                                |                                                                   | 5,000                                                                                         | D                                                        |                                                       |

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 (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 Number of Shares |
| Non-Qualified Stock Option                 | \$ 9.64                                                |                                      |                                                    |                                |                                                                                         | 10/30/2010                                               | 10/30/2018                                                    | Common Stock | 235,250                 |
| Non-Qualified Stock Option                 | \$ 14.99                                               |                                      |                                                    |                                |                                                                                         | 01/02/2011                                               | 01/02/2020                                                    | Common Stock | 70,000                  |
| Non-Qualified Stock Option                 | \$ 30.01                                               |                                      |                                                    |                                |                                                                                         | 01/02/2012                                               | 01/02/2021                                                    | Common Stock | 75,000                  |
| Non-Qualified Stock Option                 | \$ 27.61                                               |                                      |                                                    |                                |                                                                                         | 12/04/2011                                               | 11/04/2021                                                    | Common Stock | 100,000                 |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                  |       |
|--------------------------------------------------------------|---------------|-----------|------------------|-------|
|                                                              | Director      | 10% Owner | Officer          | Other |
| DAVIS BRUCE L<br>9405 SW GEMINI DRIVE<br>BEAVERTON, OR 97008 |               |           | Chairman and CEO |       |

## Signatures

By Michael McConnell for Bruce  
Davis

11/05/2012

\*\*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 traded back to the Company to cover tax liability for vested restricted stock award.

## Edgar Filing: DAVIS BRUCE L - Form 4

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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