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Cammarata I	Rosaria											
Form 4												
February 16,	2018											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										B APPROVAL		
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								0	3235-0287			
Check th	is box		vv as	nington,	D.C. 205	49			Number:	January 31,		
if no longer					RENEFICIAL OWNERSHIP OF				Expires:	2005		
	subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated average				
Form 4 o		SECONTIES								burden hours per response 0.5		
Form 5	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,											
obligation may cont	Section 1713	a) of the P	Public Ut	ility Hold	ling Com	pany	Act of	f 1935 or Sectio	n			
See Instru		30(h) o	of the Inv	vestment	Company	Act	of 194	40				
1(b).												
	,											
(Print or Type I	(kesponses)											
1. Name and A	ddress of Reporting I	Person *	2 Issuer	Name and	Ticker or T	radin	•	5. Relationship of	Reporting Per	son(s) to		
Cammarata	2. Issuer Name and Ticker or Trading Symbol				5	Issuer						
Mattersight Corp [MATR]												
(Last)	3. Date of Earliest Transaction					(Check all applicable)						
				Month/Day/Year)				Director 10% Owner				
200 W. MADISON			02/14/2018					XOfficer (give titleOther (specify below)				
STREET, SUITE 3100								below) below) VP and Controller				
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check						
				Filed(Month/Day/Year)				Applicable Line)				
					X Form filed by (One Reporting Person						
CHICAGO, IL 60606 — Form filed by More than One Reporting Person								eporting				
(City)	(State)	(Zip)										
(eny)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acc	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date			3. T				5. Amount of Securities	6. Ownership			
Security (Instr. 3)	(Month/Day/Year)		Execution Date, if any		f Transaction(A) or Disposed of Code (D)				Form: Direct (D) or	Indirect Beneficial		
		(Month/D	Day/Year)				Owned I	Indirect (I)	Ownership			
								Following Reported	(Instr. 4)	(Instr. 4)		
						(A)		Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common					10,000				-			
Stock	02/14/2018			А	<u>(1)</u>	А	<u>(2)</u>	26,378	D			

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 Derivati Security (Instr. 3	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships							
	Director	10% Owner	Officer	Other					
Cammarata Rosaria 200 W. MADISON STREET SUITE 3100 CHICAGO, IL 60606			VP and Controller						
Signatures									
Rosaria Cammarata 02	/16/2018								
**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).

Award of time-vesting restricted stock pursuant to the 1999 Stock Incentive Plan, subject to continuing employment. The Award was approved by the Board of Directors of the issuer for purposes of 16b-3 and includes a tax withholding feature. The award will vest at a

(1) approved by the Board of Directors of the issuer for purposes of 100-3 and includes a tax withinfolding relative. The award will vest at a rate of one (1) increment equal to 50% of the shares on February 28, 2020 and then eight (8) increments equal to 6.25% of the shares on a quarterly basis thereafter, ending February 28, 2022.

(2) Not Applicable

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.