

ROBERTSON DAVE
Form 4/A
October 15, 2018

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 *
ROBERTSON DAVE

2. Issuer Name and Ticker or Trading Symbol
ZIX CORP [ZIXI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2711 N. HASKELL AVENUE, SUITE 2200, LB 36
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

DALLAS, TX 75204

4. If Amendment, Date Original Filed(Month/Day/Year)
02/28/2018

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Amount (D) Price | | |
| Common Stock | 02/26/2018 | | A | (1) | 40,000 \$ 0 | 173,405 (2) | 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)

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| 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROBERTSON DAVE 2711 N. HASKELL AVENUE SUITE 2200, LB 36 DALLAS, TX 75204 | | | Vice President | |

Signatures

/s/ Noah F. Webster,
Attorney-in-Fact
Date: 10/15/2018

**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).

(1) Grant under the Amended and Restated 2012 Incentive Plan (as amended, the "Plan") consists of 75% restricted stock that will vest pro-rata annually over 3 years and 25% restricted stock that will vest pro-rata up to 1/3 each year the Company achieves specific performance criteria in 2018-2020, subject to acceleration under conditions described in the Plan.

This Form 4/A amends the Form 4 filed by the Reporting Person on February 28, 2018. The amount of securities should have been reported as 173,405 shares of common stock directly beneficially owned by the Reporting Person. The incorrect report was due to a clerical rounding error from a Form 4 filed February 22, 2017 that was carried through subsequent Form 4 filings. The February 22, 2017

(2) Form 4 mistakenly underreported a single security. Column 4 in Table I should have reported 6,667 securities acquired, and Column 5 in Table I should have reported 192,424 amount of securities beneficially owned. In addition, Column 5 in Table II should have reported 6,667 derivative securities disposed of, Column 7 in Table II should have reported amount of shares as 6,667, and Column 9 Table II should have reported 13,335 derivative securities beneficially owned.

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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