RICHARDSON JAMES T

Form 4

March 21, 2019

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Expires:

Indirect (I)

(Instr. 4)

D

Ownership

(Instr. 4)

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

Form 4 or Form 5 obligations may continue.

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

response... 0.5

OMB APPROVAL

1(b).

Common

Stock

03/19/2019

(Print or Type Responses)

See Instruction

| 1. Name and A | g Person * | 2. Issuer Name and Ticker or Trading Symbol Digimarc CORP [DMRC] | | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
|--------------------------------------|--------------------------------------|---|--------------------------------|--|--|--|----------------------------------|------------|--|
| (Last) | (First) | (Middle) | ((| | | (Chec | heck all applicable) | | |
| 9405 SW GEMINI DRIVE | | | (Month/Day/Year) 03/19/2019 | | | _X_ Director Officer (give below) | e title Other below) | | |
| (Street) | | | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| BEAVERTO | | Filed(Month/Day/Year) | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-I | Derivative Securities Acq | quired, Disposed o | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Year |) Execution any | med on Date, if | Code | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct (D) or | Beneficial | |

(Instr. 8)

S

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

(Month/Day/Year)

03/19/2019

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.

SEC 1474

(9-02)

Owned

Following

Reported

76,605

Transaction(s) (Instr. 3 and 4)

(A)

D

Price \$

33.02

(1)

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

Code V Amount (D)

5,000

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3. Transaction Date 3A. Deemed

| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | TransactionNumber Expiration Date Code of (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | | | Underlying Securities (Instr. 3 and 4) | | |
|--------------------------------------|---|------------------|---|--|-----------|---------------------|--|-----------------|--|
| | | | | Code V | 4, and 5) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option | \$ 18.01 | | | | | 04/30/2011 | 04/30/2020 | Common Stock | 7,500 |

6. Date Exercisable and

7. Title and Amount of

Reporting Owners

2.

| Reporting Owner Name / Address | Relationships | | | | |
|---|---------------|-----------|---------|-------|--|
| | Director | 10% Owner | Officer | Other | |
| RICHARDSON JAMES T 9405 SW GEMINI DRIVE BEAVERTON, OR 97008 | X | | | | |

Signatures

1. Title of

Charles Beck for James Richardson

03/21/2019

**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) The price reported on this transaction is an average price. Shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.18. If requested, the reporting person will provide full details of the sale.

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.

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