

INFORMATICA CORP  
Form 4  
February 10, 2015

**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 \*  
**FRY EARL E**  
  
(Last) (First) (Middle)  
  
**C/O INFORMATICA CORPORATION, 2100 SEAPORT BOULEVARD**  
  
(Street)  
  
**REDWOOD CITY, CA 94063**  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**INFORMATICA CORP [INFA]**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/10/2015**

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

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**CFO, CAO, EVP-GCS, Secty**

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 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) Price			
Common Stock					307,659	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)**

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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 Security (Instr. 3 and 4)
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance-based restricted stock unit	<u>(1)</u>	02/10/2015		A		3,125		<u>(2)</u>	<u>(2)</u>	Common Stock	3,125
Performance-based restricted stock unit	<u>(1)</u>	02/10/2015		A		3,125		<u>(3)</u>	<u>(3)</u>	Common Stock	3,125

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRY EARL E C/O INFORMATICA CORPORATION 2100 SEAPORT BOULEVARD REDWOOD CITY, CA 94063			CFO, CAO, EVP-GCS, Secty	

## Signatures

/s/ Edwin White Attorney in Fact for Earl Fry 02/10/2015

\*\*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) Each restricted stock unit represents a contingent right to receive one share of Common Stock.
- The vesting of this performance-based restricted stock unit ("PRSU") award is dependent upon the reporting person's earning PRSUs based on the achievement of performance criteria related to the Company's fiscal year 2015 (i) non-GAAP diluted earnings per share and (ii) annual revenue. The number of shares reported is at the target award amount. The reporting person may potentially earn PRSUs ranging from 70% to 125% of the target award amount. The shares subject to the actual earned PRSU award will vest over a four-year period, at a rate of 25% on each anniversary of the vesting commencement date. For purposes of this PRSU grant the vesting commencement date is February 1, 2015.
- (2) The vesting of this performance-based restricted stock unit ("PRSU") award is dependent upon achievement of performance criteria measured during a three-year performance period beginning on January 1, 2015 and ending December 31, 2017. The number of shares reported is at the target award amount. The reporting person may potentially earn from 0% to 125% of the target award amount based on total shareholder return at the end of the three-year performance period. The actual PRSU award earned shall vest immediately upon certification by the Company's Compensation Committee of the achievement of the performance criteria.
- (3) The vesting of this performance-based restricted stock unit ("PRSU") award is dependent upon achievement of performance criteria measured during a three-year performance period beginning on January 1, 2015 and ending December 31, 2017. The number of shares reported is at the target award amount. The reporting person may potentially earn from 0% to 125% of the target award amount based on total shareholder return at the end of the three-year performance period. The actual PRSU award earned shall vest immediately upon certification by the Company's Compensation Committee of the achievement of the performance criteria.

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.