Edgar Filing: YOO MICHAEL J - Form 4

| YOO MICH | AEL J | | | | | | | | | | |
|--|--------------------------------------|-------------------|---------------------------------|--|----------------|-----------|----------------|--|--|------------------------|--|
| Form 4 | 2000 | | | | | | | | | | |
| October 15, 2 | | | | | | | | | | PROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | | |
| Check this box | | | | | | | | | | | |
| (Print or Type I | Responses) | | | | | | | | | | |
| YOO MICHAEL J Symbol | | | Symbol | er Name and Ticker or Trading NER INC [IT] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of | Earliest Tr | ansaction | | | (Check | k all applicable |) | |
| 56 TOP GA | LLANT ROAD | | (Month/D 10/15/2 | - | | | | Director X Officer (give below) | | Owner er (specify | |
| | (Street) | | | ndment, Da th/Day/Year) | - | 1 | | 6. Individual or Jo Applicable Line) _X_ Form filed by C | - | - | |
| STAMFOR | D, CT 06902 | | | | | | | Form filed by M Person | lore than One Re | porting | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Year |) Executio any | med on Date, if Day/Year) | | (Instr. 3, | (A) or | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Indirect Beneficial | |
| Common Stock | 10/15/2009 | | | Code V M | Amount 375 (2) | | Price \$ 0 | 5,214 | D | | |
| Common Stock | 10/15/2009 | | | F | 118 (3) | D | \$ 19.67 | 5,096 | 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.

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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. Transacti Code (Instr. 8) | Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | (Instr. 3 and 4) | | 8. Price Derival Securit (Instr. 5 |
|---|---|---|---|---------------------------------------|------------|--|--------------------|------------------|--|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | \$ 0 | 10/15/2009 | | М | 375 | <u>(1)</u> | <u>(1)</u> | Common Stock | 375 | \$ C |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|------------|-----------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| YOO MICHAEL J | | | | | | | |
| 56 TOP GALLANT ROAD STAMFORD, CT 06902 | | | SVP, HTTP | | | | |
| Signatures | | | | | | | |
| /s/ Kevin Feeney for Michael J Yoo | | 10/15/2009 | • | | | | |

**Signature of Reporting Person

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) This Restricted Stock Unit Award vests in three equal annual installments, commencing on 10/15/2008

Date

- (2) Represents shares acquired upon release of restricted stock units.
- (3) Represents shares withheld from the released restricted stock units for the payment of applicable income and payroll withholding taxes due on release

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.