

SPS COMMERCE INC

Form 4

February 25, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SORAN PHILIP

(Last) (First) (Middle)

5625 INTERLACHEN CIRCLE

(Street)

EDINA, MN 55436

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SPS COMMERCE INC [SPSC]

3. Date of Earliest Transaction
(Month/Day/Year)
03/05/2012

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/05/2012		P(1)		722	A	\$ 24.93
Common Stock	06/20/2012		P(1)		291	A	\$ 27.16
Common Stock	07/03/2012		P(1)		164	A	\$ 31.36
Common Stock	10/01/2012		S(1)(2)		323	D	\$ 38.86
Common Stock	11/01/2012		S(1)(3)		128	D	\$ 36.17
	03/05/2013		P(1)		143	A	
							1,924

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Common Stock					\$	37.76	
Common Stock	04/29/2013	<u>S(1)(4)</u>	196	D	\$	46.82	2,676 ⁽⁵⁾ D

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

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(9-02)

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. 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 Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SORAN PHILIP
5625 INTERLACHEN CIRCLE X
EDINA, MN 55436

Signatures

/s/ Jonathan R. Zimmerman,
attorney-in-fact

02/25/2014

__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) Sales effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

(2)

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The reporting person's sale of common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 291 shares, with the reporting person's purchase of 291 shares of common stock at a price of \$27.16 per share on June 20, 2012, and to the extent of 32 shares with the reporting person's purchase of 32 shares of common stock at a price of \$31.36 per share on July 3, 2012. The reporting person has paid to SPS \$3,644.70, representing the full amount of the profit realized in connection with the short-swing transaction, less transaction costs.

- (3) The reporting person's sale of common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 128 shares, with the reporting person's purchase of 128 shares of common stock at a price of \$31.36 per share on July 3, 2012. The reporting person has paid to SPS \$615.68, representing the full amount of the profit realized in connection with the short-swing transaction, less transaction costs.

- (4) The reporting person's sale of common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 143 shares, with the reporting person's purchase of 143 shares of common stock at a price of \$37.76 per share on March 5, 2013. The reporting person has paid to SPS \$1,295.58, representing the full amount of the profit realized in connection with the short-swing transaction, less transaction costs.

- (5) This total includes the acquisition of an additional 948 shares on May 15, 2013 that were previously reported on a separate Form 4. This number represents the reporting owner's current direct holdings as of the date of this filing.

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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