

Gribbon Stephen  
 Form 4  
 February 08, 2013

**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 \*  
 Gribbon Stephen

(Last) (First) (Middle)

C/O THE ADT CORPORATION, 1501 YAMATO ROAD

(Street)

BOCA RATON, FL 33431

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ADT Corp [ADT]

3. Date of Earliest Transaction (Month/Day/Year)  
 02/06/2013

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)  
 Senior Vice President, Sales

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or Price (D)   |  |                                   |
| Common Stock                    | 02/06/2013                           |  | M                              |   | 16,313 A \$ 36.4222   | D  |                                   |
| Common Stock                    | 02/06/2013                           |  | M                              |   | 3,603 A \$ 18.5745  | D  |                                   |
| Common Stock                    | 02/06/2013                           |  | M                              |   | 2,992 A \$ 21.6169  | D  |                                   |
| Common Stock                    | 02/06/2013                           |  | M                              |   | 3,770 A \$ 23.8843  | D  |                                   |
| Common Stock                    | 02/06/2013                           |  | M                              |   | 3,013 A \$ 28.387   | D  |                                   |

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|              |            |   |        |   |                             |        |   |
|--------------|------------|---|--------|---|-----------------------------|--------|---|
| Common Stock | 02/06/2013 | S | 41,026 | D | \$<br>47.9956<br><u>(1)</u> | 22,526 | D |
|--------------|------------|---|--------|---|-----------------------------|--------|---|

|              |  |  |  |  |  |   |   |  |
|--------------|--|--|--|--|--|---|---|--|
| Common Stock |  |  |  |  |  | 7 | I | By former spouse as custodian for son <u>(2)</u> |
|--------------|--|--|--|--|--|---|---|--|

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. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 36.4222   | 02/06/2013                           |  | M                              | 16,313  | <u>(3)</u> 03/09/2015                                    | Common Stock  | 16,313                        |                            |
| Stock Option (Right to Buy)                | \$ 18.5745   | 02/06/2013                           |  | M                              | 3,603   | <u>(4)</u> 10/06/2018                                    | Common Stock  | 3,603                         |                            |
| Stock Option (Right to Buy)                | \$ 21.6169   | 02/06/2013                           |  | M                              | 2,992   | <u>(5)</u> 09/30/2019                                    | Common Stock  | 2,992                         |                            |
| Stock Option (Right to Buy)                | \$ 23.8843   | 02/06/2013                           |  | M                              | 3,770   | <u>(6)</u> 10/11/2020                                    | Common Stock  | 3,770                         |                            |
| Stock Option (Right to Buy)                | \$ 28.387  | 02/06/2013                           |  | M                              | 3,013   | <u>(7)</u> 10/11/2021                                    | Common Stock  | 3,013                         |                            |

# Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| Gribbon Stephen<br>C/O THE ADT CORPORATION<br>1501 YAMATO ROAD<br>BOCA RATON, FL 33431 |               |           | Senior Vice President, Sales |       |

## Signatures

/s/ Yu-Cheng Sun as  
Attorney-in-Fact

02/08/2013

\*\*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).
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.88 to \$48.13, inclusive. The reporting person undertakes to provide to The ADT Corporation, any security holder of The ADT Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (1).
- (1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
  - (2) An option which vested in equal increments on March 10, 2006, 2007 and 2008.
  - (3) An option which vested in equal increments on October 7, 2009, 2010, 2011 and 2012.
  - (4) An option which vests in equal increments on October 1, 2010, 2011, 2012 and 2013.
  - (5) An option which vests in equal increments on October 12, 2011, 2012, 2013 and 2014.
  - (6) An option which vests in equal increments on October 12, 2012, 2013, 2014 and 2015.

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.