

ZIX CORP
Form 4

August 11, 2005

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ALMOND BRADLEY

(Last) (First) (Middle)

2711 N. HASKELL
AVENUE, SUITE 2200, LB 36

(Street)

DALLAS, TX 75204

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ZIX CORP [ZIXI]3. Date of Earliest Transaction
(Month/Day/Year)
08/09/20054. 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)

Chief Financial Officer

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 | 08/09/2005 | 08/09/2005 | P | | 2,008 (1) | A 2.99 (2) | 7,874 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.**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 Securities (Instr. 3 and 4) | 8. P Der Sec (Ins |
|---|--|---|---|--------------------------------------|--|--|--------------------|---|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Warrant | \$ 3.04 | 08/09/2005 | 08/09/2005 | P | 663 (3) | 02/09/2006 | 08/09/2010 | Common Stock | 663 \$ 2 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| ALMOND BRADLEY 2711 N. HASKELL AVENUE SUITE 2200, LB 36 DALLAS, TX 75204 | Chief Financial Officer |

Signatures

/s/ Bradley C.
Almond 08/11/2005

**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) Pursuant to a Securities Purchase Agreement, dated August 9, 2005 (the "Securities Purchase Agreement"), Mr. Almond has agreed to purchase a total of 3,346 units, each consisting of (a) one share of common stock of the issuer and (b) an associated warrant to purchase 0.33 of one share of common stock of the issuer (each, a "Unit"). The company issued 2,008 shares of common stock to Mr. Almond at the closing of the Securities Purchase Agreement, as reflected in Table I on this Form 4, together with associated warrants to purchase up to 663 shares of common stock (reflected in Table II below). The remaining Units, including 1,338 shares of common stock, will be sold and issued to Mr. Almond only following approval of such issuance by the shareholders of the issuer.
- (2) The shares of common stock reflected on Table I were purchased by Mr. Almond as part of a Unit at a purchase price of \$2.99 per Unit (with each Unit consisting of one share of common stock and a warrant to purchase 0.33 of one share of common stock).
- (3) Pursuant to the Securities Purchase Agreement, Mr. Almond has agreed to purchase a total of 3,346 Units from the issuer, including warrants to purchase up to a total of 1,104 shares of common stock. The company issued warrants to purchase 663 shares of common stock to Mr. Almond at the closing of the Securities Purchase Agreement, as reflected in Table II on this Form 4, together with 2,008 shares of common stock (reflected on Table I above). The remaining Units, including warrants to purchase 441 shares of common stock, will be sold and issued to Mr. Almond only following approval of such issuance by the shareholders of the issuer.
- (4) The warrants reflected on Table II were purchased by Mr. Almond as part of a Unit with a purchase price of \$2.99 per Unit (with each Unit consisting of one share of common stock and a warrant to purchase 0.33 of one share of common stock). The per Unit price is also

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reflected on Table I above.

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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