

SOURCEFIRE INC
Form 4
October 09, 2013

FORM 4

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

OMB APPROVAL

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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 *
Solomon Marc

(Last) (First) (Middle)

9770 PATUXENT WOODS DRIVE

(Street)

COLUMBIA, MD 21046

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOURCEFIRE INC [FIRE]

3. Date of Earliest Transaction
(Month/Day/Year)
10/07/2013

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)

Chief Marketing 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock ⁽¹⁾ | 10/07/2013 | | A | | 11,842 | A | \$ 0 |
| Common Stock | 10/07/2013 | | D | | 17,482 | D | \$ 76 |
| Common Stock ⁽¹⁾ | 10/07/2013 | | D | | 59,774 | D | 0 |

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

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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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 25.05 | 10/07/2013 | | D | 6,563 | ⁽⁵⁾ 06/05/2018 | Common Stock | 6,563 |
| Stock Option (right to buy) | \$ 26.16 | 10/07/2013 | | D | 2,775 | ⁽⁶⁾ 03/06/2018 | Common Stock | 2,775 |
| Stock Option (right to buy) | \$ 18.48 | 10/07/2013 | | D | 7,816 | ⁽⁷⁾ 07/05/2017 | Common Stock | 7,816 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Solomon Marc 9770 PATUXENT WOODS DRIVE COLUMBIA, MD 21046 | | | Chief Marketing Officer | |

Signatures

/s/ Brian F. Leaf,
Attorney-in-fact

10/09/2013

**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).

(1)

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The security represents restricted stock units granted to the reporting person. Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.

- (2) This total includes the purchase of 51 shares on September 30, 2013 under the issuer's Amended and Restated 2007 Employee Stock Purchase Plan.
- (3) These securities were disposed of pursuant to an Agreement and Plan of Merger between the issuer, Cisco Systems, Inc. ("Cisco") and Shasta Acquisition Corp.
- (4) These restricted stock units were assumed by Cisco in the merger and replaced with 190,799 restricted stock units of Cisco.

- This option, which provided for vesting of 25% of the shares underlying the option on June 6, 2012 and the remainder vesting in 36 equal monthly installments thereafter, was assumed by Cisco in the merger and replaced with an option to purchase 20,949 shares of common stock of Cisco at an exercise price of \$7.85 per share.
- (5)

- This option, which provided for vesting of 25% of the shares underlying the option on March 7, 2012 and the remainder vesting in 36 equal monthly installments thereafter, was assumed by Cisco in the merger and replaced with an option to purchase 8,858 shares of common stock of Cisco at an exercise price of \$8.20 per share.
- (6)

- This option, which provided for vesting of 25% of the shares underlying the option on July 6, 2011 and the remainder vesting in 36 equal monthly installments thereafter, was assumed by Cisco in the merger and replaced with an option to purchase 24,949 shares of common stock of Cisco at an exercise price of \$5.79 per share.
- (7)

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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