

FINJAN HOLDINGS, INC.

Form 4/A

March 09, 2017

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
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Noonan Michael David

(Last) (First) (Middle)

C/O FINJAN HOLDINGS,
INC., 2000 UNIVERSITY AVE,
SUITE 600

(Street)

E. PALO ALTO, CA 94303

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

FINJAN HOLDINGS, INC. [FNJN]

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

10/27/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)
10/28/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	10/27/2016		M	10,833	A \$ 0	61,334 ⁽¹⁾	D
Common Stock	10/27/2016		S	4,333 ⁽²⁾	D \$ 1.6001	57,001 ⁽¹⁾	D

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Restricted Stock Units	\$ 0 ⁽³⁾	10/27/2016		M	10,833	⁽⁴⁾ ⁽⁴⁾	Common Stock	10,833

Reporting Owners

Reporting Owner Name / Address	Relationships
Noonan Michael David C/O FINJAN HOLDINGS, INC. 2000 UNIVERSITY AVE, SUITE 600 E. PALO ALTO, CA 94303	Director 10% Owner Officer Chief Financial Officer

Signatures

/s/ Michael Noonan
03/09/2017
**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) Amended to correct a computation error of 4,333 shares in the reported amount of securities beneficially owned following the transactions.
- (2) Represents shares of common stock sold pursuant to a 10b5-1 trading plan entered into on August 25, 2015 to satisfy the reporting person's tax obligations upon vesting of 10,833 restricted stock units ("RSUs")
- (3) Each RSU granted to the reporting person represents the contingent right to receive one share of common stock of Finjan Holdings, Inc. or its equivalent cash value, subject to the terms and conditions of the Finjan Holdings, Inc. 2014 Incentive Compensation Plan
- (4) A total of 130,000 RSUs were granted on October 27, 2014. The RSUs vested one-third on October 27, 2015 and an additional 8.33% of the RSUs vest every three calendar months following such date. The RSUs will be settled upon vesting.

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.