XEROX CORP Form 4 July 17, 2014

### FORM 4

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person \* **Tucker Sara Martinez** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

XEROX CORP [XRX]

3. Date of Earliest Transaction

(Check all applicable)

45 GLOVER AVENUE, P.O. BOX

(Street)

(State)

(First)

(Middle)

(Zip)

(Month/Day/Year) 07/15/2014

X\_ Director 10% Owner Officer (give title Other (specify below)

4505

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NORWALK, CT 06856-4505

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of 3. 6. Ownership Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Deferred Stock 07/15/2014 Α 5.141 49,603 (1) D Units

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: XEROX CORP - Form 4

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.         | 5.         | 6. Date Exerc       |                 | 7. Titl |          | 8. Price of | 9. Nu    |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------|-----------------|---------|----------|-------------|----------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D        | ate             | Amou    | ınt of   | Derivative  | Deriv    |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/         | Year)           | Under   | lying    | Security    | Secui    |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e                   |                 | Securi  | ities    | (Instr. 5)  | Bene     |
|             | Derivative  |                     | •                  |            | Securities | 3                   |                 | (Instr. | 3 and 4) |             | Owne     |
|             | Security    |                     |                    |            | Acquired   |                     |                 |         |          |             | Follo    |
|             |             |                     |                    |            | (A) or     |                     |                 |         |          |             | Repo     |
|             |             |                     |                    |            | Disposed   |                     |                 |         |          |             | Trans    |
|             |             |                     |                    |            | of (D)     |                     |                 |         |          |             | (Instr   |
|             |             |                     |                    |            | (Instr. 3, |                     |                 |         |          |             | (2.11541 |
|             |             |                     |                    |            | 4, and 5)  |                     |                 |         |          |             |          |
|             |             |                     |                    |            | i, and 3)  |                     |                 |         |          |             |          |
|             |             |                     |                    |            |            |                     |                 |         | Amount   |             |          |
|             |             |                     |                    |            |            | Data                | Evaluation      |         | or       |             |          |
|             |             |                     |                    |            |            | Date<br>Exercisable | Expiration Date | Title I | Number   |             |          |
|             |             |                     |                    |            |            |                     |                 |         | of       |             |          |
|             |             |                     |                    | Code V     | (A) (D)    |                     |                 |         | Shares   |             |          |

# **Reporting Owners**

| Reporting Owner Name / Address                                                      | Relationships |           |         |       |  |  |  |
|-------------------------------------------------------------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                                                                     | Director      | 10% Owner | Officer | Other |  |  |  |
| Tucker Sara Martinez<br>45 GLOVER AVENUE<br>P.O. BOX 4505<br>NORWALK, CT 06856-4505 | X             |           |         |       |  |  |  |

## **Signatures**

Karen Boyle, Attorney 07/17/2014 in Fact

\*\*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) This amount includes 184 shares paid on 1/31/14 and 246 shares paid on 4/30/14 from the reinvestment of dividend equivalents paid on Deferred Stock Units held as of 12/31/2013 and 3/31/2014, respectively.

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.

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