

GOUW RANZETTA THERESIA
 Form 4
 November 07, 2012

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 *
 GOUW RANZETTA THERESIA

(Last) (First) (Middle)

C/O IMPERVA, INC., 3400
 BRIDGE PARKWAY, STE. 200

(Street)

REDWOOD SHORES, CA 94065

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 IMPERVA INC [IMPV]

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/05/2012

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)

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	11/05/2012		J ⁽¹⁾		1,599,607	D	\$ 0 0	I	See footnote (2)
Common Stock	11/05/2012		J ⁽³⁾		314,216	D	\$ 0 0	I	See footnote (4)
Common Stock	11/05/2012		J ⁽⁵⁾		138,534	D	\$ 0 0	I	See footnote (6)
Common Stock	11/05/2012		J ⁽⁷⁾		34,910	A	\$ 0 76,468	I	See footnote

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her pecuniary interest therein.

- (3) Represents a pro rata distribution of all remaining shares previously held by Accel Internet Fund IV L.P. to its general and limited partners without consideration.

A8A is the General Partner of Accel Internet Fund IV L.P. and has the sole voting and investment power with respect to such entity. The

- (4) Reporting Person, a director of the Issuer, is one of the Managing Members of and shares voting and investment powers in such entity. The Reporting Person disclaims beneficial ownership of all shares held by the foregoing entities except to the extent of her pecuniary interest therein.

- (5) Represents a pro rata distribution for no consideration of all remaining shares previously held by Accel Investors 2002 L.L.C. to its members.

The Reporting Person, a director of the Issuer, is one of the Managing Members of and shares voting and investment powers in Accel

- (6) Investors 2002 L.L.C. The Reporting Person disclaims beneficial ownership of all shares held by the foregoing entity except to the extent of her pecuniary interest therein.

- (7) Pro rata distribution by Accel VIII L.P., Accel Investors 2002 L.L.C. and Accel Internet Fund IV L.P. without consideration.

- (8) Shares are directly owned by the Brookline Living Trust, dated August 7, 2003. The Reporting Person is a Trustee of the Trust and shares voting and investment powers. The Reporting Person disclaims beneficial ownership except to the extent of her pecuniary interest therein.

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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