Jennings Edward Vincent Form 3 April 02, 2018

## FORM 3

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

**OMB APPROVAL** 

**OMB** Number:

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January 31, 2005

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 \*

**A** Jennings Edward Vincent

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

04/01/2018

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Mimecast Ltd [MIME]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Chief Operating Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O MIMECAST NORTH AMERICA, INC., Â 191 SPRING STREET

(Street)

Director \_X\_\_ Officer (give title below) (specify below)

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

LEXINGTON. MAÂ 02421

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership (Instr. 5) Form:

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

4.

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

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** 

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Conversion

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

or Exercise

Expiration Exercisable Date

Title

Amount or Number of Derivative Security

Price of

Security: Direct (D)

#### Edgar Filing: Jennings Edward Vincent - Form 3

				Shares		or Indirect (I) (Instr. 5)	
Share Option (Right to Buy)	(1)	07/31/2025	Ordinary Shares	423,058 (1)	\$ 9.78	D	Â
Share Option (Right to Buy)	(2)	02/01/2026	Ordinary Shares	40,000	\$ 9.21	D	Â
Share Option (Right to Buy)	(3)	02/01/2027	Ordinary Shares	50,000	\$ 21.83	D	Â

### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Jennings Edward Vincent C/O MIMECAST NORTH AMERICA, INC. 191 SPRING STREET LEXINGTON Â MAÂ 02421	Â	Â	Chief Operating Officer	Â	

### **Signatures**

/s/ Lauren Schwarzenholzer, Attorney-in-Fact

04/02/2018

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Represents shares underlying unexercised share options that were granted on August 1, 2015. The terms of the original grant of 708,088 options provide that twenty-five percent (25%) of the shares vested on August 1, 2016 and the remainder of the shares vest on a quarterly basis over the next three (3) years, provided that the Reporting Person remains an employee of the Issuer on such vesting date.
- The options were granted on February 1, 2016. Twenty-five percent (25%) of the shares vested on February 1, 2017, and the remainder of (2) the shares vest on a quarterly basis over the next three (3) years, provided that the Reporting Person remains an employee of the Issuer on such vesting date.
- The options were granted on February 1, 2017. Twenty-five percent (25%) of the shares vested on February 1, 2018, and the remainder of (3) the shares vest on a quarterly basis over the next three (3) years, provided that the Reporting Person remains an employee of the Issuer on such vesting date.

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#### Remarks:

Exhibit 24 Power of Attorney (filed herewith)

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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