#### Edgar Filing: CROWELL WILLIAM - Form 4

CROWELL	WILLIAM										
Form 4	00										
June 02, 2009 OMB APPROVAL											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or				GES IN SECUR		ICIA	L OWN	ERSHIP OF	Expires: Estimated a burden hour response		
Form 5 obligations may continue. See Instruction 1(b). 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)										
CROWELL WILLIAM Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N		ArcSight Inc [ARST] 3. Date of Earliest Transaction				(Check all applicable)				
(Month/D C/O ARCSIGHT, INC., 5 RESULTS 06/01/20 WAY				Day/Year)				XDirector10% Owner Officer (give titleOther (specify below)below)			
				ndment, Date Original hth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
CUPERTINO, CA 95014 — Form filed by More than One Reporting Person							oorung				
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative	Secur	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed hth/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	06/01/2009			M <u>(1)</u>	4,000	А	\$ 0.16	4,000	D		
Common Stock	06/01/2009			S <u>(1)</u>	4,000	D	\$ 16.881 (2)	0	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transactio Code (Instr. 8)	5. Number prof 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. l De See (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 0.16	06/01/2009		M <u>(1)</u>	4,000	(3)	04/22/2013	Common Stock	4,000	

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
I O	Director	10% Owner	Officer	Other			
CROWELL WILLIAM C/O ARCSIGHT, INC. 5 RESULTS WAY CUPERTINO, CA 95014	Х						
Signatures							
/s/ Tram T. Phi as attorney-in-f	06/02/2009						

Crowell

<u>\*\*</u>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 transaction was effected pursuant to a Rule 10b5-1 plan adopted by the reporting person.

Represents a weighted average sales price per share. The prices actually received ranged from \$16.61 to \$16.99. The reporting person has(2) provided to the issuer, and will provide to the SEC staff or any security holder of the issuer, information regarding the number of shares sold at each price within the range.

(3) The option is 100% vested and exercisable.

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.