Edgar Filing: SolarWinds, Inc. - Form 4

SolarWinds,	Inc.											
Form 4												
February 20,	2014											
FORM	4										PPROVAL	
CURIVI 4 UNITED STATES SECURITIES AND E Washington, D.C.										OMB Number:	3235-0287	
Check thi if no long									Expires:	January 31,		
subject to Section 1	6. SIAIEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES								Estimated a burden hou		
Form 4 or Form 5						a	-			response	0.5	
obligation	• · · · · · · · · · · · · · · · · · · ·								ge Act of 1934,			
may cont	inue. Section 17(a			•		•	• •		f 1935 or Sectio	n		
<i>See</i> Instru 1(b).	iction	50(II)	of the Inv	vesunen	u C	ompany	y Act	. 01 19	40			
(Print or Type F	Responses)											
THOMPSON KEVIN B Symbol				er Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer			
				arWinds, Inc. [SWI]					(Check all applicable)			
(Last)	(First) (M	liddle)	3. Date of		Fran	saction						
(Month/Da				-					_X_ Director 10% Owner _X_ Officer (give title Other (specify			
C/O SOLARWINDS, INC., 3711 S. 03/20/20 MOPAC EXPY., BLDG. TWO				14					below) below)			
MOTTE LA	II 1., DLDO. 1 W	U							Directo	r, President & C	CEO	
(Street) 4. If Ame			4. If Amer	nendment, Date Original					6. Individual or Joint/Group Filing(Check			
				onth/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
AUSTIN, T	X /8/46								Person			
(City)	(State) ((Zip)	Table	e I - Non-l	Der	ivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security			on Date, if TransactionAcquired (A) or					5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
(Instr. 3)		Dara (Varaa)	Code Disposed of (D) (Instr. 8) (Instr. 2, 4 and 5)				•	(D) or	Beneficial			
(Month/Day/Yea			Day/Year)	ear) (Instr. 8) (Instr. 3, 4 and 5)				5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
							(A)		Reported	. ,		
							or		Transaction(s) (Instr. 3 and 4)			
				Code	V.	Amount	(D)	Price	(Instr. 5 and 4)			
Common Stock	02/20/2014			М	-	3,364	А	\$ 10	461,088	D		

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

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

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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)	Execution Date, if Transaction Derivative Transaction Derivative Code Securities		6. Date Exert Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		33 1 22 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 10	02/20/2014		М	3,364	<u>(1)</u>	04/23/2019	Common Stock	3,364	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
THOMPSON KEVIN B C/O SOLARWINDS, INC. 3711 S. MOPAC EXPY., BLDG. TWO AUSTIN, TX 78746	Х		Director, President & CEO					
Signatures								
/s/ Bryan A. Sims, Attorney-in-Fact	02/20/2014							
**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) 1/4th of the shares vest and become exercisable on April 23, 2010 and 1/48th of the shares vest and become exercisable each month thereafter.

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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