

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-23** | Period of Report: **2013-01-22**
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REPORTING OWNER

Kopp Timothy B

CIK: **1544816**

Type: **4** | Act: **34** | File No.: **001-35461** | Film No.: **13543451**

Mailing Address
*20 N. MERIDIAN STREET
SUITE 200
INDIANAPOLIS IN 46204*

ISSUER

ExactTarget, Inc.

CIK: **1420850** | IRS No.: **201367351** | State of Incorp.: **DE** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address
*20 NORTH MERIDIAN
STREET
INDIANAPOLIS IN 46204*

Business Address
*20 NORTH MERIDIAN
STREET
INDIANAPOLIS IN 46204
317-423-3928*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Kopp Timothy B			2. Issuer Name and Ticker or Trading Symbol ExactTarget, Inc. [ET]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Marketing Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/22/2013			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
20 NORTH MERIDIAN STREET, SUITE 200			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) INDIANAPOLIS, IN 46204								
(City)	(State)	(Zip)						

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	01/22/2013		<u>M</u>		8,039	A	\$3.36	8,039	D	
Common Stock	01/22/2013		<u>S</u>		8,039 ⁽³⁾	D	\$22.4615 ⁽¹⁾	0	D	

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. Transaction Code (Instr. 8)		5. Number of 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Amount or Number of Shares
Employee Stock Option (right to buy)	\$3.36	01/22/2013		<u>M</u>		8,039	⁽²⁾	12/11/2017	Common Stock	8,039	\$ 0	74,336	D	

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.33 to \$22.74, inclusive. Thereporting person undertakes to provide ExactTarget, Inc., any security holder of ExactTarget, Inc., or the staff of the Securities and Exchange Commission uponrequest, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
2. All of the options are fully vested and exercisable.
3. Shares sold in column 4 represent shares sold by Timothy B. Kopp pursuant to a rule 10b5-1 plan he entered into on December 20, 2012.

Signatures

/s/ Brent D. Mosby, attorney-in-fact for Timothy B. Kopp

** Signature of Reporting Person

01/23/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.