SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL OMB Number: 3235-0104

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<u>CORDINER TOM J. A.</u>	2. Date of Event Requiring Statement (Month/Day/Year) 05/31/2018 3. Issuer Name and Ticker or Trading Symbol AVID TECHNOLOGY, INC. [AVID]						
(Last) (First) (Middle) PINEWOOD ROAD, IVER HEATH			. Relationship of Reporting Persor Check all applicable) Director	10% Owner	. (Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)	
(Street) BUCKINGHAMSHIRE, X0 SLO ENGLAND ONH			X Officer (give title below) SVP of Global S	Other (spec below)	App	licable Line) Form filed by	'Group Filing (Check / One Reporting Person / More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			neficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock			126,364 ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾	D	D		
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)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/17/2013 ⁽⁶⁾	01/17/2019	Common Stock	20,000	8.9	D	
Employee Stock Option (Right to Buy)	08/15/2015 ⁽⁷⁾	08/15/2021	Common Stock	30,000	7.7	D	
Performance Rights (Restricted Stock Units)	(8)	04/01/2021 ⁽⁸⁾	Common Stock	47,169	0.0	D	

Explanation of Responses:

1. Includes 1,267 remaining unvested restricted stock units ("RSUs") from an award granted on July 15, 2015, that are scheduled to vest in full on July 15, 2018, provided the reporting person continues to be employed by Avid Technology, Inc. (the "Issuer") on such vesting date. This award includes a provision for the withholding of shares by the issuer to pay for the required withholding faxes due on the vesting date. 2. Includes 4,166 remaining unvested restricted stock units ("RSUs") from an award granted on July 15, 2016, that are scheduled to vest in equal 8.33% installments every 3 months, provided the reporting person continues to be employed by Avid Technology, Inc. (the "Issuer") on each such vesting date. This award includes a provision for the withholding of shares by the issuer to pay for the required withholding taxes due on the vesting date.

3. Includes 38,541 remaining unvested restricted stock units ("RSUs") from an award granted on December 7, 2016, that are scheduled to vest in equal 8.33% installments every 3 months, provided the reporting person continues to be employed by Avid Technology, Inc. (the "Issuer") on each such vesting date. This award includes a provision for the withholding of shares by the issuer to pay for the required withholding taxes due on the vesting date

4. Includes 47,169 restricted stock units ("RSUs") from an award granted on March 14, 2018, that will vest on a time-based schedule as follows: 33.33% on March 14, 2019 and the remaining 66.67% of the RSUs shall vest in equal 8.33% installments every 3 months thereafter, provided the reporting person continues to be employed by Avid Technology, Inc. (the "Issuer") on each such vesting date. Each RSU represents the contingent right to receive one share of the Issuer's common stock.

5. Includes shares acquired under the Issuer's Employee Stock Purchase Plan based upon the most current data available.

6. Represents an award of non-qualified stock options granted on January 17, 2012 and became fully vested on January 17, 2016.

7. Represents an award of non-qualified stock options granted on August 15, 2014 and became fully vested on August 15, 2017.

8. Represents an award granted on March 14, 2018 of 47,169 restricted stock units ("RSUs"), that will vest on a performance-based schedule tied to the Issuer's stock price in 2019, 2020 or 2021 or the achievement of certain financial metrics in 2018. Each RSU represents the contingent right to receive one share of the Issuer's common stock. This award includes a provision for the withholding of shares by the Issuer to pay the required withholding taxes due on each such vesting date.

Remarks:

Alessandra Melloni as

06/08/2018 Attorney-in-Fact for Tom J. Α Cordiner

** Signature of Reporting Person 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 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).

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.

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Jason A. Duva, Alessandra Melloni and Margaret B. Pritchard, signing singly and each acting individually, as the undersigned's true and lawful attorney-in-fact with full power and authority as hereinafter described to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Avid Technology, Inc. (the "Company"), Forms 3, 4, and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the "Exchange Act");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to prepare, complete and execute any such Form 3, 4, or 5, prepare, complete and execute any amendment or amendments thereto, and timely deliver and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority;

(3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to such attorney-in-fact and approves and ratifies any such release of information; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming nor relieving, nor is the Company assuming nor relieving, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. The undersigned acknowledges that neither the Company nor the foregoing attorneys-in-fact assume (i) any liability for the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 31st day of May, 2018.

/s/ Tom J. A. Cordiner