Edgar Filing: Grierson Stewart - Form 4

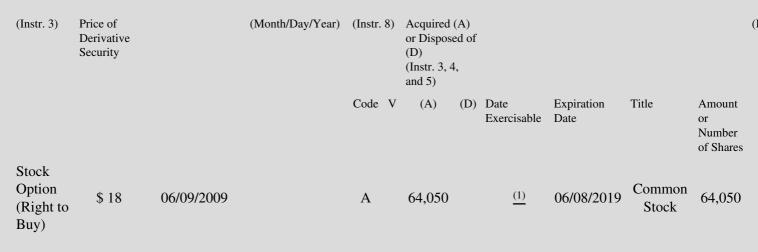
Form 4										
June 11, 2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								T	OMB APPROVAL	
Washington, D.C. 20549						N OMB Number:	3235-0287			
Check this box if no longer								Expires:	January 31, 2005	
subject to STATEMENT OF Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					average urs per . 0.5	
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 Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> Grierson Stewart			2. Issuer Name and Ticker or Trading Symbol ArcSight Inc [ARST]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransaction		(Ché	еск ан аррисаы	e)	
			(Month/Day/Year) 06/09/2009				Director 10% Owner X Officer (give title Other (specify below) below) Chief Financial Officer			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
CUPERTINO, C							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	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)	
Domindar: Domost	· · · · · · · · · · · · · · · · · · ·	for a 1	one of							
Reminder: Report or	i a separate line	e for each cl	ass of sec	urities bene	-	-	or indirectly. spond to the colle	ction of	SEC 1474	
					inforn requir	nation con ed to resp lys a curre	tained in this form ond unless the fo ntly valid OMB co	n are not rm	(9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities]
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	

8 E S



Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Grierson Stewart C/O ARCSIGHT, INC. 5 RESULTS WAY CUPERTINO, CA 95014			Chief Financial Officer				
Signatures							
/s/ Tram T. Phi as attorney-in-fact for Stewart Grierson			06/11/2009				
<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) The option vests and becomes exercisable as to 1/4th of the shares on May 1, 2010 and vests and becomes exercisable as to 1/48th of the shares at the end of each full month thereafter; provided that such vesting is subject to acceleration upon a corporate transaction.

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.