

CITTADINI PETER I  
Form 4  
January 26, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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)

1. Name and Address of Reporting Person \*  
CITTADINI PETER I

2. Issuer Name and Ticker or Trading Symbol  
ACTUATE CORP [ACTU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2207 BRIDGEPOINTE PARKWAY,  
SUITE 500

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/24/2012

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

President and CEO

(Street)  
SAN MATEO, CA 94404

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 01/24/2012                           |  | M                              |   | 25,000  | A  | \$ 1.49                           |
|                                 |                                      |  |                                |   |   |  | 1,471,467                         |
| Common Stock                    | 01/24/2012                           |  | S                              |   | 25,000  | D  | \$ 6.2536                         |
|                                 |                                      |  |                                |   |   |  | 1,446,467                         |
|                                 |                                      |  |                                |   |   |  | (1)                               |
| Common Stock                    | 01/25/2012                           |  | M                              |   | 11,300  | A  | \$ 1.49                           |
|                                 |                                      |  |                                |   |   |  | 1,457,767                         |
| Common Stock                    | 01/25/2012                           |  | S                              |   | 11,300  | D  | \$ 6.2603                         |
|                                 |                                      |  |                                |   |   |  | 1,446,467                         |
|                                 |                                      |  |                                |   |   |  | (3)                               |
|                                 |                                      |  |                                |   |   |  | (2)                               |

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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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(9-02)

**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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Option (right to buy)                      | \$ 1.49  | 01/24/2012                           |  | M                              | 25,000  | 03/03/2004 <sup>(4)</sup> 03/03/2013                     | Common Stock 25,000   |
| Option (right to buy)                      | \$ 1.49  | 01/25/2012                           |  | M                              | 11,300  | 03/03/2004 <sup>(5)</sup> 03/03/2013                     | Common Stock 11,300   |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

CITTADINI PETER I  
2207 BRIDGEPOINTE PARKWAY, SUITE 500  
SAN MATEO, CA 94404

President and CEO

## Signatures

/s/ Peter I.  
Cittadini

01/26/2012

\*\*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) Represents a weighted average price within the range of \$6.25 to \$6.28.
- (2) Represents a weighted average price within the range of \$6.25 to \$6.29.
- (3) Includes 150,000 of the Issuer's common stock underlying RSUs awarded.

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- (4) The underlying option became exercisable as to 1/4 of the option shares after one year from the vesting commencement date of March 3, 2003 and for the balance in a series of equal monthly installments over the following 36 months.
- (5) The underlying option became exercisable as to 1/4 of the option shares after one year from the vesting commencement date of March 3, 2003 and for the balance in a series of equal monthly installments over the following 36 months.

### **Remarks:**

Sale pursuant to 10b51 plan of options expiring March 3, 2013.

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

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