Edgar Filing: Fair Robert - Form 4

Fair Robert Form 4											
December 0	4, 2008										
FORM	14								PPROVAL		
	UNITED	STATES		RITIES A			E COMMISSIO	N OMB Number:	3235-0287		
Check th if no lon subject t Section Form 4 c Form 5	ger o STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 average urs per . 0.5		
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 17(nge Act of 1934, of 1935 or Secti 940									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Fair Robert			Symbol	er Name an			5. Relationship of Reporting Person(s) to Issuer				
		TERA	DATA CO	ORP /DE	/ [TDC]	(Check all applicable)					
(Last) (First) (Middle) 2835 MIAMI VILLAGE DR			3. Date of Earliest Transaction (Month/Day/Year) 12/02/2008			Director 10% Owner X_ Officer (give title Other (specify below) below) EVP, Global Field Operations					
(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 Form filed by More than One Reporting 					
MIAMISB	URG, OH 45342						Person	More than One K	epotting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securit onAcquired Disposed (Instr. 3, 4) Amount	(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)		
Reminder: Ret	oort on a separate line	for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly				
Kenninder, Kej		for each cr	435 01 500		Perso inform requir	ns who res nation con red to resp nys a curre	spond to the collection tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (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
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)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8]	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 13.77	12/02/2008		А		142,857		<u>(1)</u>	12/02/2018	Common Stock	142,85

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Fair Robert 2835 MIAMI VILLAGE DR MIAMISBURG, OH 45342			EVP, Global Field Operations					
Signatures								
Margaret A. Treese, Attorney-in-fact for Robert Fair			12/04/2008					
<u>**</u> Signature of Reporting P	erson		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) This option vests in four equal annual installments beginning on December 2, 2009.

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.