

SolarWinds, Inc.  
Form 4  
January 22, 2016

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**THOMPSON KEVIN B**

(Last) (First) (Middle)

**C/O SOLARWINDS, INC., 7171  
SOUTHWEST PARKWAY,  
BUILDING 400**

(Street)

**AUSTIN, TX 78735**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**SolarWinds, Inc. [SWI]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/20/2016**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) **Director, President & CEO**

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount<br>(A)<br>or<br>(D)<br>Price                                                                                |                                                                      |                                                                   |
| Common<br>Stock                       | 01/20/2016                              |                                                             | M                                       |                                                                         | 2,701 A \$<br>18.87                                                                                                | 451,837                                                              | D                                                                 |
| Common<br>Stock                       | 01/20/2016                              |                                                             | M                                       |                                                                         | 4,400 A \$<br>20.06                                                                                                | 456,237                                                              | D                                                                 |
| Common<br>Stock                       | 01/20/2016                              |                                                             | M                                       |                                                                         | 5,153 A \$<br>28.03                                                                                                | 461,390                                                              | D                                                                 |

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  
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SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 18.87                                               | 01/20/2016                           |                                                    | M                              | 2,701                                                                                   | <u>(1)</u> 02/25/2020                                    | Common Stock                                                  | 2,701                         |
| Employee Stock Option (right to buy)       | \$ 20.06                                               | 01/21/2016                           |                                                    | M                              | 4,400                                                                                   | <u>(2)</u> 01/04/2021                                    | Common Stock                                                  | 4,400                         |
| Employee Stock Option (right to buy)       | \$ 28.03                                               | 01/20/2016                           |                                                    | M                              | 5,153                                                                                   | <u>(3)</u> 01/04/2022                                    | Common Stock                                                  | 5,153                         |

## Reporting Owners

| Reporting Owner Name / Address                                                                       | Relationships                    |
|------------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                      | Director 10% Owner Officer Other |
| THOMPSON KEVIN B<br>C/O SOLARWINDS, INC.<br>7171 SOUTHWEST PARKWAY, BUILDING 400<br>AUSTIN, TX 78735 | X Director, President & CEO      |

## Signatures

/s/ Jason W. Bliss,  
Attorney-in-Fact 01/22/2016

\_\_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) 1/4 of the shares vested and became exercisable on February 25, 2011 and 1/48 of the shares vested and became exercisable each month thereafter.
- (2) 1/4 of the shares vested and became exercisable on January 4, 2012 and 1/48 of the shares vested and became exercisable each month thereafter.
- (3) 1/60th of the shares vested and became exercisable on February 4, 2012 and each month thereafter.

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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