

GREEN WILLIAM D
Form 4
December 21, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
GREEN WILLIAM D

(Last) (First) (Middle)

C/O ACCENTURE, 161 N. CLARK STREET

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Accenture plc [ACN]

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2011

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)
Executive Chairman

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 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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Class A ordinary shares | 12/20/2011 | | M ⁽¹⁾ | 30,720 | A | \$ 25.94 | 549,458 | D |
| Class A ordinary shares | 12/20/2011 | | S ⁽¹⁾ | 30,720 | D | \$ 54.239 ⁽²⁾ | 518,738 | D |
| Class A ordinary shares | 12/20/2011 | | S ⁽¹⁾ | 9,280 | D | \$ 54.4 ⁽³⁾ | 509,458 | D |
| Class X ordinary shares | 12/20/2011 | | J ⁽⁴⁾ | 75,000 | D | \$ 0 ⁽⁵⁾ | 80,046 | D |

shares

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------------|---|-----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of S |
| Stock Options (right to buy) | \$ 25.94 | 12/20/2011 | | M | | 30,720 | 08/31/2007 10/27/2015 | Class A ordinary shares | 30 |
| Class I common shares of Accenture SCA | (6) | 12/20/2011 | | G | V | 75,000 | (6) (6) | Class A ordinary shares | 75 |
| Class I common shares of Accenture SCA | (6) | 12/20/2011 | | G | V | 75,000 | (6) (6) | Class A ordinary shares | 75 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GREEN WILLIAM D C/O ACCENTURE 161 N. CLARK STREET CHICAGO, IL 60601 | X | | Executive Chairman | |

Signatures

/s/ Kathryn Lloyd, Attorney-in-Fact for William D.
Green

12/21/2011

__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) Planned disposition of Accenture plc Class A ordinary shares pursuant to a Rule 10b5-1 Trading Plan.

The transaction was executed in multiple trades at prices ranging from \$54.16 to \$54.33. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (2) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

The transaction was executed in multiple trades at prices ranging from \$54.01 to \$54.54. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (3) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (4) Reflects the redemption of Accenture plc Class X ordinary shares by and at the election of Accenture plc.

- (5) Redemption price per share equal to par value of \$0.0000225.

Accenture SCA is a subsidiary of Accenture plc. Subject to certain contractual restrictions, Accenture SCA is obligated, at the option of the Reporting Person, to redeem any outstanding Accenture SCA Class I common shares at a redemption price per share generally equal to the market price of an Accenture plc Class A ordinary share at the time of the redemption, subject to an adjustment. Accenture SCA may, at its option, pay the redemption price with cash or by delivering Accenture plc Class A ordinary shares.

- (6) to the market price of an Accenture plc Class A ordinary share at the time of the redemption, subject to an adjustment. Accenture SCA may, at its option, pay the redemption price with cash or by delivering Accenture plc Class A ordinary shares.

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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