

MAPINFO CORP
Form 4
April 25, 2007

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 *
MCDougall K WAYNE

(Last) (First) (Middle)
ONE GLOBAL VIEW
(Street)
TROY, NY 12180
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MAPINFO CORP [MAPS]

3. Date of Earliest Transaction (Month/Day/Year)
04/19/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
VP - Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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		
Common Stock	04/19/2007		P(1)	30,000 A	\$ 13.65 40,832	D	
Common Stock	04/19/2007		U(1)	30,000 D	\$ 20.25 10,832	D	
Common Stock	04/19/2007		P(1)	20,000 A	\$ 6.22 30,832	D	
Common Stock	04/19/2007		U(1)	20,000 D	\$ 20.25 10,832	D	
Common Stock	04/19/2007		P(1)	25,000 A	\$ 9.01 35,832	D	

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Common Stock	04/19/2007	<u>U</u> (1)	25,000	D	\$ 20.25	10,832	D
Common Stock	04/19/2007	<u>P</u> (1)	20,000	A	\$ 3.21	30,832	D
Common Stock	04/19/2007	<u>U</u> (1)	20,000	D	\$ 20.25	10,832	D
Common Stock	04/19/2007	<u>P</u> (1)	30,000	A	\$ 13.06	40,832	D
Common Stock	04/19/2007	<u>U</u> (1)	30,000	D	\$ 20.25	10,832	D
Common Stock	04/19/2007	<u>P</u> (1)	25,000	A	\$ 9.71	35,832	D
Common Stock	04/19/2007	<u>U</u> (1)	25,000	D	\$ 20.25	10,832	D
Common Stock	04/19/2007	<u>U</u> (1)	10,832	D	\$ 20.25	0	D
Common Stock	04/19/2007	<u>P</u> (1)	7,500	A	\$ 10.22	7,500	D
Common Stock	04/19/2007	<u>U</u> (1)	7,500	D	\$ 20.25	0	D
Common Stock	04/19/2007	<u>P</u> (1)	6,750	A	\$ 8.8889	6,750	D
Common Stock	04/19/2007	<u>U</u> (1)	6,750	D	\$ 20.25	0	D
Common Stock	04/19/2007	<u>P</u> (1)	3,374	A	\$ 5.5555	3,374	D
Common Stock	04/19/2007	<u>U</u> (1)	3,374	D	\$ 20.25	0	D
Common Stock	04/19/2007	<u>M</u> (1)	8,437	A	\$ 4.0555	8,437	D
Common Stock	04/19/2007	<u>S</u> (1)	8,437	D	\$ 20.25	0	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 3.21	04/19/2007		U ⁽¹⁾		20,000		03/10/2004 ⁽²⁾	03/10/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.0555	04/19/2007		U ⁽¹⁾		8,437		04/19/2007 ⁽²⁾	11/03/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.5555	04/19/2007		U ⁽¹⁾		3,374		04/19/2007 ⁽²⁾	11/03/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.22	04/19/2007		U ⁽¹⁾		20,000		05/30/2004 ⁽²⁾	05/30/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 8.8889	04/19/2007		U ⁽¹⁾		6,750		04/19/2007 ⁽²⁾	11/03/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.01	04/19/2007		U ⁽¹⁾		25,000		04/19/2007 ⁽²⁾	11/07/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.71	04/19/2007		U ⁽¹⁾		25,000		04/19/2007 ⁽²⁾	11/02/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.22	04/19/2007		U ⁽¹⁾		7,500		04/19/2007 ⁽²⁾	01/24/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.06	04/19/2007		U ⁽¹⁾		30,000		04/19/2007 ⁽²⁾	12/14/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.65	04/19/2007		U ⁽¹⁾		30,000		04/19/2007 ⁽²⁾	12/20/2010	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer

Other

MCDOUGALL K WAYNE
ONE GLOBAL VIEW
TROY, NY 12180

VP - Chief Financial Officer

Signatures

By: Sally A. Rice For: Wayne
McDougall

04/25/2007

__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).
- This option was cancelled pursuant to the Agreement and Plan of Merger between the issuer and Magellan Acquisition Corporation, a wholly-owned subsidiary of Pitney Bowes, Inc. in exchange for a cash payment in the amount of \$20.25 per shares less the exercise price of the option.
- (1) wholly-owned subsidiary of Pitney Bowes, Inc. in exchange for a cash payment in the amount of \$20.25 per shares less the exercise price of the option.
 - (2) This option became fully exercisable pursuant to the Agreement and Plan of Merger between the issuer and Magellan Acquisition Corp., a wholly-owned subsidiary of Pitney Bowes, Inc.

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.