

18-02719 - FOIA

foiapa

From: Colleen Honigsberg <[REDACTED]>
Sent: Monday, August 06, 2018 1:13 PM
To: foiapa; Katilius, Lizzette
Subject: FOIA Request
Attachments: FOIA Request 082018.pdf

Dear FOIA Office,

Please see the attached request.

Many thanks!
Best,
Colleen



--
Colleen Honigsberg
Assistant Professor of Law
Stanford Law School
[REDACTED]

August 4, 2018

U.S. Securities and Exchange Commission
Office of FOIA Services
100 F Street, NE Mail Stop 2745
Washington, DC 20549-5100

Dear FOIA Office:

Under the Freedom of Information Act (FOIA), we are requesting a copy of the following:

Comment letter to Form 10-K filed June 9, 2003 by ACXIOM CORP
CIK NUM: 733269

Process this request up to our education-use entitlements.

Thank You,

Colleen Honigsberg
Assistant Professor of Law
Stanford Law School





UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
STATION PLACE
100 F STREET, NE
WASHINGTON, DC 20549-2465

Office of FOIA Services

August 9, 2018

Ms. Colleen Honigsberg
Stanford Law School
Crown Quadrangle
559 Nathan Abbott Way
Stanford, CA 94305-8610

RE: Freedom of Information Act (FOIA), 5 U.S.C. § 552
Request No. **18-02719-FOIA**

Dear Ms. Honigsberg:

This letter is in response to your request, dated and received in this office on August 6, 2018, for access to SEC comment letter issued to Acxiom Corporation, concerning the Form 10-K filed on June 9, 2003.

The search for responsive records has resulted in the retrieval of four (4) pages of records that may be responsive to your request. They are being provided to you with this letter.

If you have any questions, please contact me at burrowsi@sec.gov or (202) 551-5105. You may also contact me at foiapa@sec.gov or (202) 551-7900. You also have the right to seek assistance from Ray J. McInerney as a FOIA Public Liaison or contact the Office of Government Information Services (OGIS) for dispute resolution services. OGIS can be reached at 1-877-684-6448 or Archives.gov or via e-mail at ogis@nara.gov.

Sincerely,

A handwritten signature in black ink, appearing to read "Indria Burrows".

Indria Burrows
FOIA Research Specialist

Enclosures

February 3, 2004

Jefferson D. Stalnaker
Financial Operations Leader
Acxiom Corporation
1 Information Way
P.O. Box 8180
Little Rock, AR 72203-8180

RE: Acxiom Corporation (file no. 000-13163)
Form 10-K: For the Year Ended March 31, 2003
Form 10-Q: For the Quarterly Period Ended June 30, 2003
Form 10-Q: For the Quarterly Period Ended September 30,

2003

Dear Mr. Stalnaker,

We have reviewed the above referenced filings and your recent response letter dated November 21, 2003, and have the following comments. Where indicated, we think you should revise your documents in response to these comments. If you disagree, we will consider your explanation as to why our comment is inapplicable or a revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with supplemental information so we may better understand your disclosure. After reviewing this information, we may or may not raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the Year Ended March 31, 2003

Consolidated Statements of Operations, Page F-33

1. We have reviewed your responses to prior comment nos. 4, 24 and 28 and do not believe you have adequately demonstrated that income (loss) from operations meets the requirements of gross profit under Item 302(a)(1) of Regulation S-K or the requirements of Rule 5(03)(b)(2) of Regulation S-X. Supplementally demonstrate how you determined that all of your operating costs were associated directly with or allocated to products sold or services rendered. Supplementally identify the nature of your costs that represent direct costs and expenses and those that are fully allocated. For each material allocated cost, demonstrate why you believe 100% of those costs should be included in your determination of gross profit, as defined by Regulation S-K. For example, it would not appear reasonable to allocate 100% of the costs associated with your finance and administrative departments or 100% of the costs associated with being a public company to your determination of gross profit. Please advise and revise as necessary.

2. We note your response to prior comment no. 5. As previously requested, revise your presentation in future filings to comply with Rule 4-08(k) of Regulation S-X. In this regard, Rule 4-08(k) of Regulation S-X clearly states that related party transactions be identified and the amounts stated on the face of the balance sheets, income statements or statements of cash flows. Please revise in future filings.

Purchased Software Licenses, page F-38

3. Refer to prior comment no. 7. Tell us supplementally and revise

to disclose the additional information and /or events that occurred during the first quarter of Fiscal 2003 that required you to change your estimated useful lives of these software licenses. For each license, tell us when you initially acquired them, the initial amortization period and the information that indicated the estimated useful lives should be extended. At a minimum, you should revise your critical accounting policy to provide the judgments and uncertainties affecting the application of your policy for software licenses and the likelihood that materially different amounts would be reported under different conditions or using different assumptions.

Deferred Costs, page F-39

4. We are considering your response to prior comment no. 9 and may have further comments regarding deferred costs and revenue recognition.

5. Refer to prior comment no. 10. Disclosure in your Form 10-Q indicates that you recorded `deferred costs` associated with a long-term data license agreement. Your response further clarified that there were no specific revenue recognition arrangements related to this data. Clarify why classification of the data as `deferred costs` is appropriate. In this regard, your stated accounting policy indicates that `deferred costs` consist of various items incurred in connection with an underlying service contract. Your response suggests there is no underlying service contract for this data. Tell us supplementally and revise future filings to clarify your amortization policy for this data and to disclose your related accounting policy.

Revenue Recognition, Pages F-40 and F-41

6. Refer to prior comment no. 14. Further clarify the elements included in your arrangements where you license your AbiliTec software. Are these perpetual licenses or term licenses? Do you offer renewal rates for the undelivered elements, including the support element? Your response suggests that the changes indicated that you no longer could attain VSOE on the software, which is the delivered element. Confirm and clarify whether you have VSOE for the undelivered elements, specifically support. Please advise to clarify.

7. We note your response to prior comment no. 17. Tell us supplementally and revise future filings to disclose your accounting policies for any price-protection, warranty and rights of return offered to end-users and how they comply with SFAS 48.

Restructuring and Impairment Charges, Page F-48

8. We note your response to prior comment no. 19. In future filings revise your disclosure to describe the assets affected, the reasons the write-downs became necessary and the status of assets (sold, abandoned, scrapped, held for sale.) Tell us supplementally and revise future filings to disclose where you have classified each of these items in your statements of operations. Regarding the \$4.5 million write-off of receivables, clarify if these write-offs are reflected in your disclosures in Note 9. Address where you classify additions to your allowance for doubtful accounts in your statements of operations. Also, explain why you believe it is appropriate to characterize the write off of receivables as infrequently occurring expenses. These appear to be normal recurring operating costs. Please advise and revise to clarify.

9. Refer to prior comment no. 20. Your response does not adequately demonstrate why the change in the ownership structure of the asset (sale-leaseback transaction) was an integral part of your movement away from these older technology assets. In this regard, you have represented that you continue to use the asset in the same manner as you did prior to the sale-leaseback. Further explain why your decision to change the manner in which you owned the asset was directly impacted by your movement away from these assets. Supplementally tell us when you acquired the asset, the period of amortization when you first acquired it, the remaining useful life of the asset when you entered into the sale-leaseback transaction and

the terms of the new lease under the sale-leaseback transaction.

Note 4: Divestitures, Pages F-53 and F-43

10. Refer to prior comment no. 21. Your proposed future disclosures quantify only a portion of the amounts reflected as unbilled and notes receivables on the face of your balance sheet. As previously requested, tell us supplementally and revise future filings to separately identify the notes receivables arising from operations separate from notes receivables arising from divestitures, both current and non-current. Is the difference between the amount in your table and the amount on your balance sheet unbilled receivables from operations? Have you recorded any allowances for these amounts? Where have you classified the current portion of these receivables? Please advise and revise to clarify.

11. Refer to prior comment no. 22. As previously requested, tell us your current relationship with DMI. Discuss the nature of the services relationship you have with DMI, the terms underlying the service agreement you have with them and the amount of revenues you have recognized from DMI for all periods presented. Also, clarify the nature of the "future credits" you agreed to provide and why you issued them. It appears that reducing the amount due from DMI and extending payment terms to this customer represents a concession. Please advise and clarify how this impacts your revenue recognition policy.

12. Refer to prior comment no. 23. Further explain and justify why you believe the California print shop business and the Los Angeles Outsourcing Data Center Operations do not qualify as discontinued operations. Further explain why you believe the disposed operations could not be distinguished for financial reporting purposes. Further clarify the manner in which these businesses/operations were integrated with other operations. How did you determine the sales price for these businesses/operations? What kind of financial information did you provide to the parties that acquired the businesses/operations? Did you allocate certain costs to those operations? Please advise.

Note 6: Software and Research and Development Costs, Page F-55

13. We note your response to prior comment no. 24. As previously requested, revise to include the amortization of internally developed and purchased software in cost of revenues. Also, see our additional comments to your response to prior comment nos. 4 and 28.

Note 11. Stockholders` Equity, page F-60

14. Your response to prior comment no. 26 suggests that under EITF 01-9, you record the cost of warrants issued to your customers as an expense since the discount was not in the form of cash. However the footnote disclosure in the Decision Tree in EITF 01-9 clearly indicates that for purposes of EITF 01-9, guidance with respect to cash consideration is applicable to consideration that consists of equity instruments. Please further advise and tell us how your policy is in compliance with EITF 01-9.

Note 13: Related Party Transactions, Page F-55

15. Clarify the nature and amount of your initial investment in the marketing Joint Venture with Trans Union. Also, address the composition of the board of directors and management of the Joint Venture and whether they represent Acxiom or Trans Union individuals. Revise future filings to more clearly disclose how you are accounting for your equity investment in the joint venture and the carrying value of the investment, if material.

Please respond to these comments within 10 business days and file your response letter via EDGAR. Please understand that we may have additional comments after reviewing your responses to our comments.

You may contact Tamara Tangen, Staff Accountant, at (202) 942-1987, Lisa Mitrovich, Assistant Chief Accountant, at (202) 942-1836 or me at (202) 942-1862 if you have any questions regarding these comments.

Very truly yours,

Dennis N. Muse
Senior Assistant Chief Accountant

Acxiom Corporation
February 3, 2004
Page 5 of 5