FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| Washington, D.C. 20549                       | OMB APPROVAL |      |  |
|--|--------------|------|--|
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number:  | 3235 |  |

| - 1 |                          |           |  |  |  |  |  |  |  |
|-----|--------------------------|-----------|--|--|--|--|--|--|--|
|     | OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
|     | Estimated average burden |           |  |  |  |  |  |  |  |
|     | hours per response:      | 0.5       |  |  |  |  |  |  |  |
|     |                          |           |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>DENERO HENRY T</u> |   |  |  |   |   |       |  |             |  |     |                  |        |   | (Che  | elationship o<br>eck all applica<br>Director  | able)                               | g Perso  | on(s) to Issi<br>10% Ov  |  |  |
|--|---|--|--|---|---|-------|--|-------------|--|-----|------------------|--------|---|---|---|-------------------------------------|--|--|--|--|
| (Last)   | `   | irst)<br>GITAL CORPO                       | (Middle)   |   | 3. Date of Earliest Transaction (Month/Day/Year) 01/01/2013 |       |  |             |  |     |                  |        |   | Officer (give title below)  |   | Other (s                            |  | pecify   |  |  |
| 3355 MICHELSON DRIVE, SUITE 100                                |   |  |  | -   | If Amendment, Date of Original Filed (Month/Day/Year)       |       |  |             |  |     |                  |        |   |   | 6. Individual or Joint/Group Filing (Check Applicable   |                                     |  |  |  |  |
| (Street) IRVINE CA 92612                                       |   |  |  |   |   |       |  |             |  |     |                  |        | Line  | X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |                                     |  |  |  |  |
| (City)   | (S  | itate)                                     | (Zip)  |   |   |       |  |             |  |     |                  |        |   |   |   |                                     |  |  |  |  |
|  |   | Та   | ble I - Non  | -Derivat  | ive Se  | curi  | ities Ac   | qui         | red, D   | isp | osed c           | of, or | Ben   | eficially   | Owned   |                                     |  |  |  |  |
| Dat  |   | 2. Transaction<br>Date<br>(Month/Day/Year) |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |   | ,   1 | 3.<br>Transaction<br>Code (Instr.<br>8)  |             | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4<br>5) |     |                  |        | 5. Amoun<br>Securities<br>Beneficia<br>Owned Fo | s<br>lly<br>ollowing  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                                   |                                     | 7. Nature of Indirect Beneficial Ownership                               |  |  |  |
|  |   |  |  |   |   | 9     | Code   | ,           | Amount   | (   | A) or<br>D)      | Price  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |   |   |                                     | (Instr. 4)   |  |  |  |
| Common   | Stock   |  |  | 01/01/2   | 013   |       |  |             | M  |     | 42(1)            |        | A   | \$0   | 47,   | 47,160 D                            |  |  |  |  |
|  |   |  | Table II - D   | Derivativ<br>e.g., put                                      |   |       |  |             |  |     |                  |        |   |   | Owned   |                                     |  |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)            | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Dat<br>if any<br>(Month/Day/Yo | Code  | 4.<br>Transaction<br>Code (Instr.<br>8)                     |       | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5) |             | Pate Exer<br>piration E<br>anth/Day                              | ate |                  |        | ecurity   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)                               | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio | Owner Form: Direct or Indi (I) (Ins | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |   |  |  | Code  | v v   | (A)   | (D)  | Date<br>Exe | e<br>ercisable   |     | kpiration<br>ate | Title  |   | Amount<br>or<br>Number<br>of Shares   |   | (Instr. 4)                          |  |  |  |  |
| Dividend<br>Equivalent<br>Rights                               | (1)   | 01/01/2013                                 |  | M   |   |       | 42.9447  |             | (1)  |     | (1)              | Comn   |   | 12.9447   | \$0   | 213.79                              | 51   | D  |  |  |

## **Explanation of Responses:**

1. The dividend equivalents were converted into, and paid in the form of, shares of the issuer's common stock on a one-for-one basis in connection with the vesting of restricted stock units to which the dividend equivalents relate. A cash amount equal to \$40.14 was also paid to the holder to settle a fractional dividend equivalent of 0.9447.

> By: /s/ Sandra Garcia Attorney- 01/03/2013 in-Fact For: Henry T. DeNero

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.