

CARSON VINCENT D  
Form 4  
June 06, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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).

**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 \*  
CARSON VINCENT D

(Last) (First) (Middle)

1 HELEN OF TROY PLAZA

(Street)

EL PASO, TX 79912

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HELEN OF TROY LTD [HELE]

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

06/04/2018

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)  
Chief Legal Officer

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, Par Value \$0.10 per share	06/04/2018		M		5,000	A	\$ 18.8
					10,325		
D							
Common Stock, Par Value \$0.10 per share	06/04/2018		M		7,194	A	\$ 32.9
					17,519		
D							
Common Stock, Par Value \$0.10 per share	06/04/2018		M		4,747	A	\$ 34.72
					22,266		
D							

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Value  
\$0.10 per  
share

Common  
Stock, Par  
Value 06/04/2018  
\$0.10 per  
share

M 3,045 A \$ 36.03 25,311 D

Common  
Stock, Par  
Value 06/04/2018  
\$0.10 per  
share

M 294 A \$ 64.19 25,605 D

Common  
Stock, Par  
Value 06/04/2018  
\$0.10 per  
share

F 6,850 D \$ 91.15 18,755 D

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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Employee Stock Option (Right to Buy)	\$ 18.8	06/04/2018		M	5,000	05/15/2010	05/15/2019	Common Stock	5,000
Employee Stock Option	\$ 32.9	06/04/2018		M	7,194	05/17/2012	05/17/2021	Common Stock	7,194

(Right to Buy)										
Employee Stock Option (Right to Buy)	\$ 34.72	06/04/2018	M	4,747	05/01/2013	05/01/2022	Common Stock	4,747		
Employee Stock Option (Right to Buy)	\$ 36.03	06/04/2018	M	3,045	05/05/2014	05/06/2023	Common Stock	3,045		
Employee Stock Option (Right to Buy)	\$ 64.19	06/04/2018	M	294	05/02/2015	05/02/2024	Common Stock	294		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARSON VINCENT D 1 HELEN OF TROY PLAZA EL PASO, TX 79912			Chief Legal Officer	

## Signatures

Vincent D. Carson  
06/06/2018

\*\*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).
- 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.