

RYDER SYSTEM INC
Form 3
November 12, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Gleason John J | | (Month/Day/Year) | RYDER SYSTEM INC [R] | |
| (Last) | (First) | (Middle) | 11/02/2015 | |
| 11690 N.W. 105TH STREET | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| MIAMI,Â FLÂ 33178 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | |
| | | (give title below) (specify below) | | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | EVP Chief Sales Officer | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 16,636 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|--------|------------|--------------|------------|----------|-------------------|---|
| Stock Option (right to buy) | Â (2) | 02/11/2018 | Common Stock | 8,760 | \$ 49.39 | D | Â |
| Stock Option (right to buy) | Â (3) | 02/10/2019 | Common Stock | 12,795 | \$ 53.63 | D | Â |
| Stock Option (right to buy) | Â (4) | 02/07/2023 | Common Stock | 11,435 | \$ 58.21 | D | Â |
| Stock Option (right to buy) | Â (5) | 02/06/2024 | Common Stock | 10,675 | \$ 71.43 | D | Â |
| Stock Option (right to buy) | Â (6) | 02/11/2025 | Common Stock | 8,670 | \$ 93.51 | D | Â |
| Performance-Based Restricted Stock Rights | Â (7) | Â (7) | Common Stock | 1,375 (8) | \$ 0 | D | Â |
| Performance-Based Restricted Stock Rights | Â (9) | Â (9) | Common Stock | 1,120 (10) | \$ 0 | D | Â |
| Performance-Based Restricted Stock Rights | Â (11) | Â (11) | Common Stock | 855 (12) | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gleason John J 11690 N.W. 105TH STREET MIAMI, FL 33178 | Â | Â | Â EVP Chief Sales Officer | Â |

Signatures

/s/Julie A. Azuaje by power of attorney
11/12/2015

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 1,375 time-based restricted stock rights that will vest on February 8, 2016, 1,120 time-based restricted stock rights that will vest on February 7, 2017, 5,000 time-based restricted stock rights that will vest on July 29, 2017 and 855 time-based restricted stock rights that will vest on February 12, 2018.
 - (2) The stock options vested in three equal installments on February 11, 2012, February 11, 2013 and February 11, 2014.
 - (3) The stock options vested in three equal installments on February 10, 2013, February 10, 2014 and February 11, 2015.
 - (4) 3,812 stock options vested on February 8, 2014, 3,811 stock options vested on February 8, 2015 and 3,812 will vest on February 8, 2016.
 - (5) 3,559 stock options vested on February 7, 2015, 3,558 stock options will vest on February 7, 2016 and 3,558 stock options will vest on February 7, 2017.

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- (6) The stock options will vest in three equal installments on February 12, 2016, February 12, 2017 and February 12, 2018.
- The performance cycle for the performance-based restricted stock rights (PBRsRs) is segmented into three performance periods. The performance cycle ends on December 31, 2015. All PBRsRs earned will vest upon Board approval in February 2016. Any unearned PBRsRs will be forfeited.
- (7) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014, 969 PBRsRs have been earned.
- (8) The performance cycle for the PBRsRs is segmented into three performance periods. The performance cycle ends on December 31, 2016. All PBRsRs earned will vest upon Board approval in February 2017. Any unearned PBRsRs will be forfeited.
- (9) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014, 428 PBRsRs have been earned.
- (10) The performance cycle for the PBRsRs is segmented into three performance periods. The performance cycle ends on December 31, 2017. All PBRsRs earned will vest upon Board approval in February 2018. Any unearned PBRsRs will be forfeited.
- (11) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals.
- (12)

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.