

Colfax CORP
Form 4
October 03, 2016

FORM 4

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

OMB APPROVAL

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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 *
Puckett A. Lynne

(Last) (First) (Middle)

420 NATIONAL BUSINESS PARKWAY, 5TH FLOOR

(Street)

ANNAPOLIS JUNCTION, MD 20701

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Colfax CORP [CFX]

3. Date of Earliest Transaction (Month/Day/Year)
09/29/2016

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)
SVP, GC & Secretary

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock, par value \$.001 | 09/29/2016 | | M ⁽¹⁾ | A | 1 | \$ 14.48 | D |
| | | | | | | <u>(1)</u> | |
| Common Stock, par value \$.001 | 09/29/2016 | | S ⁽¹⁾ | D | 1 | \$ 31 | D |
| | | | | | | <u>(1)</u> | |
| Common Stock, par value | 09/30/2016 | | M ⁽¹⁾ | A | 21,036 | \$ 14.48 | D |
| | | | | | | <u>(1)</u> | |

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| | | | | | | | | |
|---|------------|------------------------|--------|---|-------------------------------|--------|---|-----------|
| Common Stock, par value \$.001 | 09/30/2016 | <u>S⁽¹⁾</u> | 21,036 | D | <u>\$ 31⁽¹⁾</u> | 20,369 | D | |
| Common Stock, par value \$.001 | 10/03/2016 | <u>M⁽¹⁾</u> | 8,098 | A | <u>\$ 14.48⁽¹⁾</u> | 28,467 | D | |
| Common Stock, par value \$.001 | | | | | | 1,111 | I | By spouse |

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

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 control number.

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 14.48 | 09/29/2016 | | <u>M⁽¹⁾</u> | 1 | <u>(2)</u> 09/26/2017 | Common Stock, par value \$.001 | 1 |
| Employee Stock Option (right to buy) | \$ 14.48 | 09/30/2016 | | <u>M⁽¹⁾</u> | 21,036 | <u>(2)</u> 09/26/2017 | Common Stock, par value \$.001 | 21,036 |
| Employee Stock Option (right to buy) | \$ 14.48 | 10/03/2016 | | <u>M⁽¹⁾</u> | 8,098 | <u>(2)</u> 09/26/2017 | Common Stock, par value \$.001 | 8,098 |

buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Puckett A. Lynne 420 NATIONAL BUSINESS PARKWAY 5TH FLOOR ANNAPOLIS JUNCTION, MD 20701 | | | SVP, GC & Secretary | |

Signatures

/s/ A. Lynne
Puckett

10/03/2016

**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).
- (1) The exercise and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan (the "10b5-1 Plan") adopted by the reporting person on September 8, 2016. The 10b5-1 Plan provided for the exercise of this option tranche, which expires in September 2017, with corresponding sales to cover the exercise price and related taxes. The remaining underlying shares following this net exercise and tax sale continue to be held by the reporting person.
- (2) The option vested in three equal annual installments beginning on September 27, 2011.

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.