Edgar Filing: Roiko John Charles - Form 4

Roiko John C	Charles											
Form 4												
January 24, 2	019											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL				
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check this				_					Expires:	January 31,		
if no longe subject to	F CHANO	GES IN B	BENEFI	NERSHIP OF	Estimated average							
Section 16.				SECURITIES						burden hours per		
Form 4 or						_			response	0.5		
Form 5 obligation	~ ~							ge Act of 1934,				
may conti See Instru- 1(b).	nue. Section 17		of the Inv	•	•	- ·		f 1935 or Sectio 40	on			
1(0).												
(Print or Type R	esponses)											
1. Name and Ad	ddress of Reporting	g Person *	2. Issuer	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
Roiko John Charles			Symbol					Issuer				
			-	NATIONAL INSTRUMENTS					(Charle all and include)			
		CORP [NATI]					(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	insaction			Director	109	6 Owner		
			(Month/Da	y/Year)				_X_ Officer (give title Other (specify below)				
C/O NATIONAL INSTRUMENTS			01/22/2019					Chief Accounting Officer				
	TION, 11500 N	ORTH							U			
MOPAC												
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
			Filed(Mont	Filed(Month/Day/Year)					Applicable Line)			
								X Form filed by Form filed by	One Reporting Po More than One Ro			
AUSTIN, TX	X 78759							Person		cporting		
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction D			3.	4. Securi			5. Amount of	6. Ownership			
Security	(Month/Day/Yea		on Date, if TransactionAcquired (A) or							rm: Direct Indirect		
(Instr. 3)		any (Month/	CodeDisposed of (D)'Day/Year)(Instr. 8)(Instr. 3, 4 and 5)			Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership				
		(,,	((-)	Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported				
						or		Transaction(s) (Instr. 3 and 4)				
				Code V	Amount	(D)	Price	(Instr. 5 and 4)				
Common	01/22/2019			А	1,696	А	\$0	19,936	D			
Stock					,			,				

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.

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Performance-Based Restricted Stock Units	<u>(1)</u>	01/22/2019	А	1,696	<u>(1)</u>	05/01/2034	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Roiko John Charles C/O NATIONAL INSTRUMENTS CORPORATION 11500 NORTH MOPAC AUSTIN, TX 78759			Chief Accounting Officer				
Signatures							
R. Eddie Dixon, Jr. as attorney-in-fact for John Charles Roiko		01/24/20	019				

**Signature of Reporting Person

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).

The number of performance-based restricted stock units ("PRSUs") reported in Table II represents the target number of PRSUs that were granted to the reporting person pursuant to the Issuer's 2015 Equity Incentive Plan. Per the terms of the award agreement governing the PRSUs, the number of underlying shares of the Issuer's common stock that the reporting person is ultimately entitled to receive at the

(1) time of vesting ranges from 0% to 200% of the target number of PRSUs granted, subject to how the Issuer's total shareholder return ranks in comparison to companies that comprise the Russell 2000 Index over a performance period consisting of the three years ended December 31, 2021.

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.

Date