

WRIGHT MEDICAL GROUP INC
Form 4
October 05, 2015

FORM 4

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

OMB APPROVAL

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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 *
Berry Lance A

2. Issuer Name and Ticker or Trading Symbol
WRIGHT MEDICAL GROUP INC
[WMGI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1023 CHERRY ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP & CFO

MEMPHIS, TN 38117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
				(A) or (D) Price			
Common Stock	10/01/2015		D	66,704 D	0	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)

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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)	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 19.52	10/01/2015		D		3,724		<u>(2)</u>	04/04/2016	Common Stock	3,724
Employee Stock Option (Right to Buy)	\$ 19.52	10/01/2015		D		3,777		<u>(2)</u>	04/04/2016	Common Stock	3,777
Employee Stock Option (Right to Buy)	\$ 29.19	10/01/2015		D		10,000		<u>(2)</u>	05/14/2018	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 15.47	10/01/2015		D		6,378		<u>(2)</u>	05/13/2019	Common Stock	6,378
Employee Stock Option (Right to Buy)	\$ 18.37	10/01/2015		D		9,347		<u>(2)</u>	05/13/2020	Common Stock	9,347
Employee Stock Option (Right to Buy)	\$ 15.5	10/01/2015		D		12,153		<u>(2)</u>	05/11/2021	Common Stock	12,153
Employee Stock Option (Right to Buy)	\$ 18.24	10/01/2015		D		1,867		<u>(2)</u>	04/16/2022	Common Stock	1,867
	\$ 21.39	10/01/2015		D		18,971		<u>(2)</u>	05/09/2022		18,971

Employee Stock Option (Right to Buy)								Common Stock	
Employee Stock Option (Right to Buy)	\$ 24.66	10/01/2015	D	29,685	(2)	05/14/2023	Common Stock	29,685	
Employee Stock Option (Right to Buy)	\$ 29.95	10/01/2015	D	17,715	(2)	05/13/2024	Common Stock	17,715	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berry Lance A 1023 CHERRY ROAD MEMPHIS, TN 38117			Sr. VP & CFO	

Signatures

/s/ Marija S. Nelson,
Attorney-in-fact

10/05/2015

__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).

- Disposed of pursuant to the Agreement and Plan of Merger by and among the issuer, Tornier N.V., Trooper Holdings Inc., and Trooper Merger Sub Inc., which became effective on October 1, 2015, in exchange for 68,765 Wright Medical Group N.V. ("Wright N.V.") ordinary shares having a market value of \$20.39 per share at the effective time of the merger.
- (1) Merger Sub Inc., which became effective on October 1, 2015, in exchange for 68,765 Wright Medical Group N.V. ("Wright N.V.") ordinary shares having a market value of \$20.39 per share at the effective time of the merger.
 - (2) The employee stock option vests in equal annual installments over a period of four years after the grant date.
 - (3) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 3,839 Wright N.V. at a price of \$18.94 per share.
 - (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 3,893 Wright N.V. at a price of \$18.94 per share.
 - (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$28.32 per share.
 - (6) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 6,575 Wright N.V. at a price of \$15.01 per share.
 - (7) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 9,635 Wright N.V. at a price of \$17.82 per share.

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- (8) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 12,528 Wright N.V. at a price of \$15.04 per share.
- (9) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 1,924 Wright N.V. at a price of \$17.70 per share.
- (10) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 19,557 Wright N.V. at a price of \$20.75 per share.
- (11) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 30,602 Wright N.V. at a price of \$23.93 per share.
- (12) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 18,262 Wright N.V. at a price of \$29.06 per share.

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

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