

BENCHMARK ELECTRONICS INC

Form 4

November 29, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DUNCAN DOUGLAS G

2. Issuer Name **and** Ticker or Trading
Symbol
BENCHMARK ELECTRONICS
INC [BHE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3000 TECHNOLOGY DRIVE

(Street)

ANGLETON, TX 77515

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2016

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/28/2016		M		10,000	A	\$ 21.35	41,774	D
Common Stock	11/28/2016		M		10,000	A	\$ 17.43	51,774	D
Common Stock	11/28/2016		M		1,866	A	\$ 12.18	53,640	D
Common Stock	11/28/2016		S		21,866	D	\$ 28.7065	31,774	D
Common Stock	11/29/2016		M		8,134	A	\$ 12.18	39,908	D

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Common Stock	11/29/2016	M	10,000	A	\$ 19.41	49,908	D
Common Stock	11/29/2016	S	18,134	D	\$ 28.8562	31,774	D

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 21.35	11/28/2016		M		10,000		05/09/2007	05/09/2017	Common Stock	10,000
Stock Option (right to buy)	\$ 17.43	11/28/2016		M		10,000		05/07/2008	05/07/2018	Common Stock	10,000
Stock Option (right to buy)	\$ 12.18	11/28/2016		M		1,866		05/20/2009	05/20/2019	Common Stock	1,866
Stock Option (right to buy)	\$ 12.18	11/29/2016		M		8,134		05/20/2009	05/20/2019	Common Stock	8,134
Stock Option (right to buy)	\$ 19.41	11/29/2016		M		10,000		05/18/2010	05/18/2020	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNCAN DOUGLAS G 3000 TECHNOLOGY DRIVE ANGLETON, TX 77515		X		

Signatures

/s/ Scott Peterson by Power of Attorney for Douglas G
Duncan

11/29/2016

__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).

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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