

WEEKS LISA K
Form 3
March 02, 2018

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	
WEEKS LISA K		(Month/Day/Year)	BENCHMARK ELECTRONICS INC [BHE]	
(Last)	(First)	(Middle)	02/21/2018	
4141 N. SCOTTSDALE ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SCOTTSDALE, AZ 85251			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President	

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	1,318	D	^
Common Stock	709 ⁽¹⁾	D	^
Common Stock	2,301 ⁽²⁾	D	^
Common Stock	8,024 ⁽³⁾	D	^
Common Stock	8,384 ⁽⁴⁾	D	^

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)

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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 (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Restricted Stock Unit	Â (5)	Â (5)	Common Stock	4,600	\$ 0	D Â
Restricted Stock Unit	Â (6)	Â (6)	Common Stock	8,027	\$ 0	D Â
Restricted Stock Unit	Â (7)	Â (7)	Common Stock	8,388	\$ 0	D Â
Stock Option (right to buy)	Â (8)	05/09/2022	Common Stock	13,381	\$ 14.78	D Â
Stock Option (right to buy)	Â (9)	02/27/2023	Common Stock	11,112	\$ 17.37	D Â
Stock Option (right to buy)	Â (10)	02/13/2024	Common stock	13,916	\$ 22.99	D Â
Stock Option (right to buy)	Â (11)	02/19/2025	Common stock	5,384	\$ 23.14	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEEKS LISA K 4141 N. SCOTTSDALE ROAD SCOTTSDALE, AZ 85251	Â	Â	Â Vice President	Â

Signatures

/s/ James Walker by Power of Attorney for Lisa K.
Weeks 03/02/2018

**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) These shares are represented by a restricted stock unit award bearing the right to receive Common Shares and are scheduled to vest in ratable annual installments over a one-year period beginning February 19, 2018. This restricted stock unit award was granted February 19, 2015.

(2) These shares are represented by a restricted stock unit award bearing the right to receive Common Shares and are scheduled to vest in ratable annual installments over a three-year period beginning February 23, 2018. This restricted stock unit award was granted February 23, 2016.

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- (3) These shares are represented by a restricted stock unit award bearing the right to receive Common Shares and are scheduled to vest in ratable annual installments over a four-year period beginning March 3, 2018. This restricted stock unit award was granted March 3, 2017.
- (4) These shares are represented by a restricted stock unit award bearing the right to receive Common Shares and are scheduled to vest in ratable annual installments over a four-year period beginning February 20, 2019. This restricted stock unit award was granted February 20, 2018.
- (5) This reflects the target number of performance-based restricted stock units awarded. Actual awards may vary from as low as zero to as high as 2.5 times target numbers. As soon as reasonably practicable following the end of the Performance Period (beginning on January 1, 2016 and ending on December 31, 2018) and in no event later than March 15, 2019, the number of restricted stock units that will ultimately be earned will be determined and issued.
- (6) This reflects the target number of performance-based restricted stock units awarded. Actual awards may vary from as low as zero to as high as 2.5 times target numbers. As soon as reasonably practicable following the end of the Performance Period (beginning on January 1, 2017 and ending on December 31, 2019) and in no event later than March 15, 2020, the number of restricted stock units that will ultimately be earned will be determined and issued.
- (7) This reflects the target number of performance-based restricted stock units awarded. Actual awards may vary from as low as zero to as high as 2.5 times target numbers. As soon as reasonably practicable following the end of the Performance Period (beginning on January 1, 2018 and ending on December 31, 2020) and in no event later than March 15, 2021, the number of restricted stock units that will ultimately be earned will be determined and issued.
- (8) The option was granted on May 9, 2012 and is fully vested
- (9) The option was granted on February 27, 2013 and is fully vested
- (10) The option was granted on February 13, 2014 and is fully vested
- (11) The option to purchase 5,384 shares at \$23.14 was granted on February 19, 2015; 4,038 options are vested and 1,346 are scheduled to vest on February 19, 2019.

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Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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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