

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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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 *
Griffin William L. Jr

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)
SVP GM BioMimetic Therapeutics

MEMPHIS, TN 38117
(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 10/01/2015 | | D | 68,995 D 11 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 Number Shares |
| Employee Stock Option (Right to Buy) | \$ 29.88 | 10/01/2015 | | D | | | 100,000 | <u>(2)</u> | 07/22/2018 | Common Stock | 100,000 |
| Employee Stock Option (Right to Buy) | \$ 15.47 | 10/01/2015 | | D | | | 11,811 | <u>(2)</u> | 05/13/2019 | Common Stock | 11,811 |
| Employee Stock Option (Right to Buy) | \$ 18.37 | 10/01/2015 | | D | | | 9,886 | <u>(2)</u> | 05/13/2020 | Common Stock | 9,886 |
| Employee Stock Option (Right to Buy) | \$ 15.5 | 10/01/2015 | | D | | | 12,855 | <u>(2)</u> | 05/11/2021 | Common Stock | 12,855 |
| Employee Stock Option (Right to Buy) | \$ 18.24 | 10/01/2015 | | D | | | 1,975 | <u>(2)</u> | 04/16/2022 | Common Stock | 1,975 |
| Employee Stock Option (Right to Buy) | \$ 21.39 | 10/01/2015 | | D | | | 20,067 | <u>(2)</u> | 05/09/2022 | Common Stock | 20,067 |
| Employee Stock Option (Right to Buy) | \$ 24.66 | 10/01/2015 | | D | | | 19,948 | <u>(2)</u> | 05/14/2023 | Common Stock | 19,948 |
| Employee Stock Option | \$ 29.95 | 10/01/2015 | | D | | | 17,594 | <u>(2)</u> | 05/13/2024 | Common Stock | 17,594 |

(Right to
Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Griffin William L. Jr 1023 CHERRY ROAD MEMPHIS, TN 38117 | | | SVP GM BioMimetic Therapeutics | |

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 71,126 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 103,090 Wright N.V. at a price of \$28.99 per share.
 - (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 12,175 Wright N.V. at a price of \$15.01 per share.
 - (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,191 Wright N.V. at a price of \$17.82 per share.
 - (6) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 13,252 Wright N.V. at a price of \$15.04 per share.
 - (7) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 2,036 Wright N.V. at a price of \$17.70 per share.
 - (8) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 20,687 Wright N.V. at a price of \$20.75 per share.
 - (9) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 20,564 Wright N.V. at a price of \$23.93 per share.
 - (10) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 18,137 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. 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.