

Wright Medical Group N.V.
 Form 4
 October 05, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
 Griffin William L. Jr

2. Issuer Name and Ticker or Trading Symbol
 Wright Medical Group N.V.
 [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

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 | | |
| | | | | Code | V | Amount | |
| Ordinary Shares, par value EUR 0.03 per share | 10/01/2015 | | A | 71,126 | A | 71,126 | 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)

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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) | |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 28.99 | 10/01/2015 | | A | 103,090 | | 10/01/2015 | 07/22/2018 | Ordinary Shares | 103,090 |
| Stock Option (Right to Buy) | \$ 15.01 | 10/01/2015 | | A | 12,175 | | 10/01/2015 | 05/13/2019 | Ordinary Shares | 12,175 |
| Stock Option (Right to Buy) | \$ 17.82 | 10/01/2015 | | A | 10,191 | | 10/01/2015 | 05/13/2020 | Ordinary Shares | 10,191 |
| Stock Option (Right to Buy) | \$ 15.04 | 10/01/2015 | | A | 13,252 | | 10/01/2015 | 05/11/2021 | Ordinary Shares | 13,252 |
| Stock Option (Right to Buy) | \$ 17.7 | 10/01/2015 | | A | 2,036 | | 10/01/2015 | 04/16/2022 | Ordinary Shares | 2,036 |
| Stock Option (Right to Buy) | \$ 20.75 | 10/01/2015 | | A | 20,687 | | 10/01/2015 | 05/09/2022 | Ordinary Shares | 20,687 |
| Stock Option (Right to Buy) | \$ 23.93 | 10/01/2015 | | A | 20,564 | | 10/01/2015 | 05/14/2023 | Ordinary Shares | 20,564 |
| Stock Option (Right to Buy) | \$ 29.06 | 10/01/2015 | | A | 18,137 | | 10/01/2015 | 05/13/2024 | Ordinary Shares | 18,137 |

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).
 - (1) Received in exchange for 68,995 common shares of Wright Medical Group, Inc. ("Wright") pursuant to the Agreement and Plan of Merger by and among the issuer, Tornier N.V. ("TRNX"), Trooper Holdings Inc., and Trooper Merger Sub Inc., which became effective on October 1, 2015, (the "Merger"). On the date prior to the effective time of the Merger, the closing price of Wright's common shares was \$21.02 per share and the closing price of TRNX's ordinary shares was \$20.39 per share.
 - (2) Received in the merger in exchange for an employee stock option to acquire 100,000 Wright shares for \$29.88 per share.
 - (3) Received in the merger in exchange for an employee stock option to acquire 11,811 Wright shares for \$15.47 per share.
 - (4) Received in the merger in exchange for an employee stock option to acquire 9,886 Wright shares for \$18.37 per share.
 - (5) Received in the merger in exchange for an employee stock option to acquire 12,855 Wright shares for \$15.50 per share.
 - (6) Received in the merger in exchange for an employee stock option to acquire 1,975 Wright shares for \$18.24 per share.
 - (7) Received in the merger in exchange for an employee stock option to acquire 20,067 Wright shares for \$21.39 per share.
 - (8) Received in the merger in exchange for an employee stock option to acquire 19,948 Wright shares for \$24.66 per share.
 - (9) Received in the merger in exchange for an employee stock option to acquire 17,594 Wright shares for \$29.95 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.