

Wright Medical Group N.V.
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 *
Walker Jennifer S.

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, Process Improvement

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			
				Code	V	Amount		
Ordinary Shares, par value EUR 0.03 per share	10/01/2015		A	37,984	A	€	37,984	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)	\$ 18.94	10/01/2015		A	876		10/01/2015	04/04/2016	Ordinary Shares	876
Stock Option (Right to Buy)	\$ 18.94	10/01/2015		A	876		10/01/2015	04/04/2016	Ordinary Shares	876
Stock Option (Right to Buy)	\$ 17.01	10/01/2015		A	15,463		10/01/2015	12/11/2019	Ordinary Shares	15,463
Stock Option (Right to Buy)	\$ 17.82	10/01/2015		A	4,154		10/01/2015	05/13/2020	Ordinary Shares	4,154
Stock Option (Right to Buy)	\$ 15.04	10/01/2015		A	5,403		10/01/2015	05/11/2021	Ordinary Shares	5,403
Stock Option (Right to Buy)	\$ 20.75	10/01/2015		A	11,536		10/01/2015	05/09/2022	Ordinary Shares	11,536
Stock Option (Right to Buy)	\$ 22.55	10/01/2015		A	3,098		10/01/2015	04/17/2023	Ordinary Shares	3,098
Stock Option (Right to Buy)	\$ 23.93	10/01/2015		A	11,466		10/01/2015	05/14/2023	Ordinary Shares	11,466
	\$ 30.14	10/01/2015		A	2,517		10/01/2015	04/01/2024		2,517

Stock Option (Right to Buy)										Ordinary Shares
Stock Option (Right to Buy)	\$ 29.06	10/01/2015	A	10,264	10/01/2015	05/13/2024			Ordinary Shares	10,264

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walker Jennifer S. 1023 CHERRY ROAD MEMPHIS, TN 38117			SVP, Process Improvement	

Signatures

/s/ Marija S. Nelson, 10/05/2015
 Attorney-in-fact

**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 36,846 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 850 Wright shares for \$19.52 per share.
 - (3) Received in the merger in exchange for an employee stock option to acquire 850 Wright shares for \$19.52 per share.
 - (4) Received in the merger in exchange for an employee stock option to acquire 15,000 Wright shares for \$17.53 per share.
 - (5) Received in the merger in exchange for an employee stock option to acquire 4,030 Wright shares for \$18.37 per share.
 - (6) Received in the merger in exchange for an employee stock option to acquire 5,242 Wright shares for \$15.50 per share.
 - (7) Received in the merger in exchange for an employee stock option to acquire 11,191 Wright shares for \$21.39 per share.
 - (8) Received in the merger in exchange for an employee stock option to acquire 3,006 Wright shares for \$23.24 per share.
 - (9) Received in the merger in exchange for an employee stock option to acquire 11,123 Wright shares for \$24.66 per share.
 - (10) Received in the merger in exchange for an employee stock option to acquire 2,442 Wright shares for \$31.07 per share.
 - (11) Received in the merger in exchange for an employee stock option to acquire 9,957 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.