#### Edgar Filing: BENCHMARK ELECTRONICS INC - Form 4

BENCHMAF Form 4 May 12, 2016	RK ELECTRON	ICS INC									
<b>FORM</b> Check this if no long subject to Section 16 Form 4 or Form 5 obligation may conti	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MB Number: 30(h) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       SMB APPROVAL							3235-0287 January 31, 2005 average irs per			
(Print or Type R	esponses)										
	ame and Address of Reporting Person <sup>*</sup> LLIAMS CLAY C BENCHMARK ELEC INC [BHE]					Issuer	elationship of Reporting Person(s) to er (Check all applicable)				
(Last) 3000 TECHN	3. Date of Earliest Transaction (Month/Day/Year) 05/11/2016					X_ Director 10% Owner Officer (give title Other (specify below) below)					
				ndment, Dat th/Day/Year)	-			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>			
(City)	(State)									lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executi any		Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) c l of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	05/11/2016			A	6,109 (1)	A	\$ 0	43,874	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

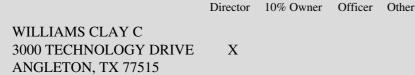
1	1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	· · · ·	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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# **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships



# Signatures

/s/ Scott Peterson by Power of Attorney for Clay C Williams

\*\*Signature of Reporting Person

05/12/2016

#### 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) These shares are represented by a restricted stock unit award bearing the right to receive Common Shares and are scheduled to vest in ratable quarterly installments over a one-year period from the grant date.

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.