

WRIGHT MEDICAL GROUP INC

Form 4

October 05, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lightman James

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)

MEMPHIS, TN 38117

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/01/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SVP, General Counsel & Secty

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/01/2015		D		19,927	D	11 0

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  
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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)**

# Edgar Filing: WRIGHT MEDICAL GROUP INC - Form 4

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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16.23	10/01/2015		D		65,000		<u>(2)</u>	12/29/2021	Common Stock	65,000
Employee Stock Option (Right to Buy)	\$ 18.24	10/01/2015		D		1,099		<u>(2)</u>	04/16/2022	Common Stock	1,099
Employee Stock Option (Right to Buy)	\$ 21.39	10/01/2015		D		14,443		<u>(2)</u>	05/09/2022	Common Stock	14,443
Employee Stock Option (Right to Buy)	\$ 23.24	10/01/2015		D		3,880		<u>(2)</u>	04/17/2023	Common Stock	3,880
Employee Stock Option (Right to Buy)	\$ 24.66	10/01/2015		D		21,534		<u>(2)</u>	05/14/2023	Common Stock	21,534
Employee Stock Option (Right to Buy)	\$ 29.95	10/01/2015		D		17,629		<u>(2)</u>	05/13/2024	Common Stock	17,629

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Lightman James  
1023 CHERRY ROAD  
MEMPHIS, TN 38117

SVP, General Counsel & Secty

## 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

- (1) Merger Sub Inc., which became effective on October 1, 2015, in exchange for 20,542 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 67,008 Wright N.V. at a price of \$15.75 per share.
- (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 1,132 Wright N.V. at a price of \$17.70 per share.
- (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 14,889 Wright N.V. at a price of \$20.75 per share.
- (6) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 3,999 Wright N.V. at a price of \$22.55 per share.
- (7) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 22,199 Wright N.V. at a price of \$23.93 per share.
- (8) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 18,173 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.

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