WRIGHT MEDICAL GROUP INC

Form 4 October 05, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Andrews Jul	ie		Symbol WRIGHT MEDICAL GROUP INC [WMGI]			Issuer (Check all applicable)			
(Last) 1023 CHER		(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2015			Director 10% Owner Other (specify below) below) VP Fin. & Chief Acctg. Officer			
MEMPHIS,	(Street) TN 38117		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip) Tab	le I - Non-D	erivative S	ecurities Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securit or(A) or Dis (D) (Instr. 3, 4		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)	
Common Stock	10/01/2015		D	14,506	D (1)	0	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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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. Transactic Code (Instr. 8)			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)	\$ 19.95	10/01/2015		D		20,000	(2)	05/18/2022	Common Stock	20,000
Employee Stock Option (Right to Buy)	\$ 24.66	10/01/2015		D		13,402	(2)	05/14/2023	Common Stock	13,402
Employee Stock Option (Right to Buy)	\$ 29.95	10/01/2015		D		8,290	(2)	05/13/2024	Common Stock	8,290

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	•

Director 10% Owner Officer Other

Andrews Julie

1023 CHERRY ROAD VP Fin. & Chief Acctg. Officer MEMPHIS, TN 38117

Signatures

/s/ Marija S. Nelson, 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).
- 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 14,954 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.

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- (3) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 20,618 Wright N.V. at a price of \$19.36 per share.
- (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 13,816 Wright N.V. at a price of \$23.93 per share.
- (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 8,546 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.