

CARLISLE COMPANIES INC
 Form 4
 November 12, 2014

FORM 4

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

OMB APPROVAL

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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 *
CALLAHAN ROBIN S

2. Issuer Name and Ticker or Trading Symbol
CARLISLE COMPANIES INC [CSL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2014

Director 10% Owner
 Officer (give title below) Other (specify below)

6948 S.E. HARBOR CIRCLE

(Street)

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

STUART, FL 34996

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 11/10/2014 | | M | | 4,000 A \$ 34.43 | 21,585 | D |
| Common Stock | 11/10/2014 | | S | | 4,000 D \$ 88.7286 | 17,585 | D |
| Common Stock | 11/10/2014 | | M | | 4,000 A \$ 41.87 | 21,585 | D |
| Common Stock | 11/10/2014 | | S | | 4,000 D \$ 88.7286 | 17,585 | D |
| Common Stock | | | | | | 8,722 | I |

See footnote (1)

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

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(9-02)

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Common Stock Options <u>(2)</u> | \$ 34.43 | 11/10/2014 | | M | 4,000 | <u>(3)</u> 02/07/2016 | Common Stock | 4,000 |
| Common Stock Options <u>(2)</u> | \$ 41.87 | 11/10/2014 | | M | 4,000 | <u>(4)</u> 02/06/2017 | Common Stock | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CALLAHAN ROBIN S 6948 S.E. HARBOR CIRCLE STUART, FL 34996 | | X | | |

Signatures

/s/ Robin S. Callahan by Steven Ford
attorney-in-fact

11/11/2014

__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) The reporting person's spouse owns 8,722 shares in a Trust. The reporting person disclaims ownership of these shares.

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- (2) Right to buy.
- (3) 1,333 options exercisable on each of February 8, 2006 and February 8, 2007, and 1,334 options exercisable on February 8, 2008, cumulatively.
- (4) 1,333 options exercisable on each of February 7, 2007 and February 7, 2008, and 1,334 options exercisable on February 7, 2009, cumulatively.
- (5) The transaction is the exercise of a derivative security.

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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