MELANCON PAUL D

Form 4

November 30, 2018

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

D

D

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

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

See Instruction

1(b).

COMMON

COMMON

STOCK

STOCK

11/29/2018

11/30/2018

(Print or Type Responses)

| 1. Name and AdMELANCO | Symbol | r Name and N THE B | | | Iss | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--------------------------------------|---|------------------------------|------------------------------------|------------------------|------------------------------|---|--|--|---|--|--|
| (Last) 9330 BALBO | (First) (MOA AVENUE | | f Earliest Tra Day/Year) 018 | ansaction | | bel | Director 10% Owner Other (specify below) SVP - FIN/CONTROLLER/TREASURER | | | | |
| | (Street) | | endment, Dannth/Day/Year) | | | Ap | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | |
| SAN DIEGO | O, CA 92123 | | | | | _ | Form filed by Mon | e than One Rep | orting Person | | |
| (City) | (State) (Zip) Table I - Non-Derivative Securities | | | | | ities Acquir | Acquired, Disposed of, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code | or Dispo (Instr. 3, | sed of 4 and (A) or | | 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) | | |
| COMMON STOCK | 11/29/2018 | | A | 592 (1) | A | \$ 0 | 5,594 | D | | | |
| COMMON STOCK | 11/30/2018 | | S | 207 (2) | D | \$ 87.6617 | 5,387 | D | | | |

1,367

281 (4) D

A

S

\$0

\$ 87.66

6,754

6,473

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

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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)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-----------------|------------|-----------------|-------------|----------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumb | | Expiration Date | | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | · | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | Ì |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | Date | | | | |
| | | | | | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MELANCON PAUL D 9330 BALBOA AVENUE SAN DIEGO, CA 92123

SVP - FIN/CONTROLLER/TREASURER

Signatures

Person

PAUL D

MELANCON 11/29/2018 **Signature of Reporting 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).
- Represents shares vested and issued on 11/29/2018 for achievement of pre-established performance goals with respect to Performance **(1)** Shares (as defined in Section 2.1 (aa) of our 2004 Stock Incentive Plan) granted for the three fiscal year performance period 2016-2018.
- Disposition of shares to satisfy tax withholding obligation upon vesting and issuance of Performance Shares (as defined in Section 2.1 **(2)** (aa) of our Stock Stock Incentive Plan) pursuant to 10b5-1 sales instruction in grant agreement.
- These securities are restricted stock units that vest in four equal installments commencing one year from the grant date, with after-tax net **(3)** shares subject to a 50% holding requirement until separation of service from the Company.
- Disposition of shares to satisfy tax withholding obligation upon vesting of restricted stock units pursuant to 10b5-1 sales instruction in

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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