

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  
Expires: January 31,  
2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PAUL AMY S**

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)

**2591 BRENTWOOD DRIVE**

(Street)

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

**10/01/2015**

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

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

**HOLLADAY, UT 84121**

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/01/2015		D		29,700	D	<u>11</u> 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)**

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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. 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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	D S (I
Outside Director Stock Option (Right to Buy)	\$ 29.19	10/01/2015		D	15,000	<u>(2)</u>	05/14/2018	Common Stock	15,000	
Outside Director Stock Option (Right to Buy)	\$ 15.47	10/01/2015		D	10,000	<u>(2)</u>	05/13/2019	Common Stock	10,000	
Outside Director Stock Option (Right to Buy)	\$ 18.37	10/01/2015		D	10,000	<u>(2)</u>	05/13/2020	Common Stock	10,000	
Outside Director Stock Option (Right to Buy)	\$ 15.5	10/01/2015		D	10,000	<u>(2)</u>	05/11/2021	Common Stock	10,000	
Outside Director Stock Option (Right to Buy)	\$ 21.39	10/01/2015		D	10,000	<u>(2)</u>	05/09/2022	Common Stock	10,000	
Outside Director Stock Option (Right to Buy)	\$ 24.66	10/01/2015		D	10,000	<u>(2)</u>	05/14/2023	Common Stock	10,000	
	\$ 29.95	10/01/2015		D	10,000	<u>(2)</u>	05/13/2024		10,000	

Outside  
Director  
Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAUL AMY S 2591 BRENTWOOD DRIVE HOLLADAY, UT 84121			X	

## 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 30,617 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 outside director 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 15,463 Wright N.V. at a price of \$28.32 per share.
  - (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$15.01 per share.
  - (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$17.82 per share.
  - (6) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$15.04 per share.
  - (7) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$20.75 per share.
  - (8) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$23.93 per share.
  - (9) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 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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