

CONMED CORP
Form 4
October 01, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ABRAHAM WILLIAM

(Last) (First) (Middle)

**C/O CONMED CORP, 525
FRENCH ROAD**

(Street)

UTICA, NY 13502

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CONMED CORP [CNMD]

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP-Business Development

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/30/2014		M		400	A	\$ 0	1,886	D	
Common Stock	09/30/2014		F		145	D	\$ 36.84	1,741	D	
Common Stock	09/30/2014		M		800	A	\$ 0	2,541	D	
Common Stock	09/30/2014		F		289	D	\$ 36.84	2,252	D	
Common Stock	09/30/2014		M		1,200	A	\$ 0	3,452	D	

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Common Stock	09/30/2014	F	433	D	\$ 36.84	3,019	D
Common Stock	09/30/2014	M	1,600	A	\$ 0	4,619	D
Common Stock	09/30/2014	F	578	D	\$ 36.84	4,041	D
Common Stock	09/30/2014	M	1,300	A	\$ 0	5,341	D
Common Stock	09/30/2014	F	469	D	\$ 36.84	4,872	D

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 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		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Rsus (restricted Stock Units)	\$ 0	09/30/2014		M		400		<u>(1)(2)</u>	06/01/2020	Common Stock	400
Rsus (restricted Stock Units)	\$ 0	09/30/2014		M		800		<u>(1)(2)</u>	06/01/2021	Common Stock	800
Rsus (restricted Stock Units)	\$ 0	09/30/2014		M		1,200		<u>(1)(2)</u>	06/01/2022	Common Stock	1,200
Rsus (restricted	\$ 0	09/30/2014		M		1,600		<u>(1)(2)</u>	06/01/2023	Common Stock	1,600

Stock
Units)

Rsus
(restricted
Stock
Units)

\$ 0

09/30/2014

M

1,300

(1)(2)

06/01/2024

Common
Stock

1,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABRAHAM WILLIAM C/O CONMED CORP 525 FRENCH ROAD UTICA, NY 13502			EVP-Business Development	

Signatures

Daniel S. Jonas for William Abraham by Power of
Attorney

10/01/2014

____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).

- Each restricted stock unit ("RSU") represents a contingent right to receive one share of common stock, par value \$0.01 per share of ConMed Corporation (the "Company") and will be subject to the terms and conditions of the Company's 1999 Amended and Restated
- (1) Long-Term Incentive Plan, with the RSUs generally vesting over a five year period with the first 20% of the RSU's vesting one year after the grant date.
 - (2) Upon Mr. Abraham's retirement, and upon the consent of the Compensation Committee, all unvested SARs and RSUs accelerated and vested, as permitted by the equity award terms and as contemplated by the disclosures in the Company's Form 8-K dated July 23, 2014.

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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