

WRIGHT DICKERSON
Form 4
May 16, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WRIGHT DICKERSON

2. Issuer Name and Ticker or Trading Symbol
NV5 Global, Inc. [NVEE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 SOUTH PARK RD., SUITE 350
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2018

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

HOLLYWOOD, FL 33021

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

(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 | 05/14/2018 | | S | | 2,306 | D (2) | \$ 58.4726 (3) | 921,774 | I | Wright Family Trust dated December 12, 1990 (1) |
| Common Stock | 05/15/2018 | | S | | 6,057 | D (2) | \$ 57.2164 (4) | 915,717 | I | Wright Family Trust dated December 12, 1990 (1) |
| Common Stock | 05/14/2018 | | A | | 16,000 (5) | A (6) | \$ 0 (4) | 931,717 | I | Wright Family |

| | | | |
|--------------|---------|---|---|
| Common Stock | 135,978 | I | Trust dated December 12, 1990 ⁽¹⁾ The Lauren Wright Trust UAD the Dickerson Wright 2010 GRAT dated June 28, 2010 ⁽¹⁾ |
| Common Stock | 135,978 | I | The Stephanie Wright Trust UAD the Dickerson Wright 2010 GRAT dated June 28, 2010 ⁽¹⁾ |
| Common Stock | 135,978 | I | The Lauren Wright Trust UAD the Katherine Wright 2010 GRAT dated June 28, 2010 ⁽¹⁾ |
| Common Stock | 135,978 | I | The Stephanie Wright Trust UAD the Katherine Wright 2010 GRAT dated June 28, 2010 ⁽¹⁾ |
| Common Stock | 363,778 | I | Dickerson Wright 2012 |

| | | | |
|-----------------|---------|---|---|
| Common Stock | 363,778 | I | GRAT dated November 9, 2012 ⁽¹⁾ Katherine Wright 2012 GRAT dated November 9, 2012 ⁽¹⁾ |
|-----------------|---------|---|---|

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 displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|---|--|---|---|--------------------------------------|--|--|---|---|---|

| | | | | | | | |
|------|---|-----|-----|---------------------|--------------------|-------|--|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WRIGHT DICKERSON 200 SOUTH PARK RD. SUITE 350 HOLLYWOOD, FL 33021 | X | X | Chairman and CEO | |

Signatures

/s/ MaryJo O'Brien, as attorney
in fact

05/16/2018

__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) Dickerson Wright and his wife, Katherine Wright, are trustees. Mr. Wright disclaims beneficial ownership of these securities except to the extent of this pecuniary interest therein.
- (2) The shares set forth in Column 4 of this Form 4 reflect shares sold by the reporting person to cover taxes associated with the vesting of restricted shares.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.00 to \$58.88, inclusive. The reporting person undertakes to provide to NV5 Global, Inc., any security holder of NV5 Global, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (5) to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.95 to \$57.40, inclusive. The reporting person undertakes to provide to NV5 Global, Inc., any security holder of NV5 Global, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- (4) Restricted Stock Award, which is forfeitable until vested. Vesting two years from grant date of May 14, 2018.
- (5) Shares granted in connection with the NV5 Global Inc. 2011 Equity Incentive Plan (as amended through March 8, 2013).

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.