PATTERSON COMPANIES, INC.

Form 4

January 04, 2017

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

e Instruction 30(II) of the Investment Comp

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GUGINO ANN B			2. Issuer Name and Ticker or Trading Symbol PATTERSON COMPANIES, INC. [PDCO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 1031 MENDO	(First) (Middle) DOTA HEIGHTS ROAD		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016	Director 10% OwnerX_ Officer (give title Other (specify below) Executive Vice President & CFO		
CT DALU MA	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
ST PAUL, MN	(State)	(7:n)		Person		

(City)	(State) (Zip) Table	e I - Non-D	erivative)	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	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	12/31/2016		A(1)	1,382	A	\$ 30.77	41,535	D	
Common Stock	01/03/2017		F(2)	346	D	\$ 42.55	41,189	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)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (3)	\$ 48.47					07/01/2019	07/01/2026	Common Stock	19,841
Employee Stock Options (4)	\$ 49.27					07/01/2018	07/01/2025	Common Stock	12,809
Employee Stock Options (4)	\$ 56.66					(5)	07/01/2025	Common Stock	100,000
Employee Stock Options (6)	\$ 39.64					07/01/2017	07/01/2024	Common Stock	7,400

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GUGINO ANN B 1031 MENDOTA HEIGHTS ROAD ST PAUL, MN 55120

Executive Vice President & CFO

Signatures

Les B. Korsh, by Power of Attorney 01/04/2017

**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) Shares acquired by Reporting Person pursuant to the Patterson Companies, Inc. Capital Accumulation Program.

(2)

Reporting Owners 2

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Shares withheld for taxes incurred upon the lapse of restrictions on restricted stock issued in the year 2014 pursuant to the Patterson Companies, Inc. Capital Accumulation Plan.

- (3) Stock options granted pursuant to the Patterson Companies, Inc. 2015 Omnibus Incentive Plan on 7/1/2016.
- (4) Stock options granted pursuant to the Patterson Companies, Inc. Amended and Restated Equity Incentive Plan on 7/1/2015.
- (5) Options are exercisable as follows: 25% on 7/1/2018, 25% on 7/1/2019 and 50% on 7/1/2020.
- (6) Stock options granted pursuant to the Patterson Companies, Inc. Amended and Restated Equity Incentive Plan on 7/1/2014.

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.