

Dziedzic Joseph W
Form 4
January 02, 2019

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 *
Dziedzic Joseph W

(Last) (First) (Middle)

10000 WEHRLE DRIVE

(Street)

CLARENCE, NY 14031

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Integer Holdings Corp [ITGR]

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

12/28/2018

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)

President & CEO

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	12/28/2018		M		7,628	A	11	35,751	D	
Common Stock	12/28/2018		M		4,597	A	11	40,348	D	
Common Stock	12/28/2018		M		3,879	A	11	44,227	D	
Common Stock	12/28/2018		M		7,344	A	11	51,571	D	
Common Stock	12/28/2018		F		8,376	D	\$ 76.03	43,195	D	

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

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(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 or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	(1)	12/28/2018		M	7,628	(2)	(2)	Common 7,628
Restricted Stock Units	(1)	12/28/2018		M	3,879	(3)	(3)	Common 3,879
Restricted Stock Units	(1)	12/28/2018		M	7,344	(4)	(4)	Common 7,344
Restricted Stock Units	(1)	12/28/2018		M	4,597	(5)	(5)	Common 4,597

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dziedzic Joseph W 10000 WEHRLE DRIVE CLARENCE, NY 14031	X		President & CEO	

Signatures

/s/ Mark Zawodzinski as attorney-in-fact for Joseph W. Dziedzic

01/02/2019

__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) Restricted stock units convert into common stock on a one-for-one basis.
- (2) On July 17, 2017, the reporting person was granted 22,883 restricted stock units, vesting in three equal installments beginning on December 29, 2017.
- (3) On July 17, 2017, the reporting person was granted 11,638 restricted stock units, vesting in three equal installments beginning on December 29, 2017.
- (4) On January 31, 2018, the reporting person was granted 22,033 restricted stock units, vesting in three equal installments beginning on December 28, 2018.
- (5) As reported on a Form 4 dated March 9, 2018, the reporting person earned 9,194 restricted stock units, vesting in two substantially equal installments on December 28, 2018 and January 3, 2020.

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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