

DENTSPLY INTERNATIONAL INC /DE/
 Form 4
 March 31, 2015

FORM 4

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

OMB APPROVAL

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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 *
 CLARK CHRISTOPHER T

2. Issuer Name and Ticker or Trading Symbol
 DENTSPLY INTERNATIONAL INC /DE/ [XRAY]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 221 WEST PHILADELPHIA STREET, SUITE 60W
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/27/2015

____ Director
 ____ Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 President & C.F.O.

YORK, PA 17401

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	03/30/2015		M		71,100	A	\$ 31.36
Common Stock	03/30/2015		S ⁽⁵⁾		14,466	D	\$ 51.1764
Common Stock	03/30/2015		S ⁽⁵⁾		71,100	D	\$ 51.181
					198		

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. 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 Underlying (Instr. 3 & 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Supplemental Executive Retirement Plan (SERP)	<u>(1)</u>	03/27/2015		A	2,126,485 <u>(2)</u>	<u>(1)</u>	<u>(3)</u>			Common Stock
Supplemental Executive Retirement Plan (SERP)	<u>(1)</u>	03/27/2015		A	137,687 <u>(4)</u>	<u>(1)</u>	<u>(3)</u>			Common Stock
Stock Option	\$ 31.36	03/30/2015		M		71,100		12/12/2007	12/12/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLARK CHRISTOPHER T 221 WEST PHILADELPHIA STREET SUITE 60W YORK, PA 17401			President & C.F.O.	

Signatures

Deborah M. Rasin, POA for Christopher T. Clark

 **Signature of Reporting Person

03/31/2015

 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) Not applicable to this transaction.
- (2) Supplemental Executive Retirement Plan (SERP) allocation for the year 2014 based on closing price on 12/31/2013.
- (3) Value paid in stock following the reporting person's retirement.
- (4) Supplemental Executive Retirement Plan (SERP) dividend for the year 2014; based on 12/31/2014 closing price.

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(5) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person.

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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