

Hencken Frederick S. III
Form 3
April 02, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol |
| Â Hencken Frederick S. III | (Month/Day/Year) | CAPSTONE TURBINE Corp [cpst] |
| (Last) (First) (Middle) | 04/01/2019 | |
| | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O CAPSTONE TURBINE CORP.,Â 16640 STAGG ST. | (Check all applicable) | |
| (Street) | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Accounting Officer | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| VAN NUYS,Â CAÂ 91406 | | |
| (City) (State) (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 35,837 | I | By Trust ⁽¹⁾ |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------|---------------------|--------------------|-----------------|----------------------------------|------|----------------------------------|---|
| Restricted Stock Unit | Â (2) | Â (2) | Common Stock | 30,000 | \$ 0 | D | Â |
| Restricted Stock Unit | Â (3) | Â (3) | Common Stock | 30,000 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hencken Frederick S. III C/O CAPSTONE TURBINE CORP. 16640 STAGG ST. VAN NUYS,Â CAÂ 91406 | Â | Â | Â Chief Accounting Officer | Â |

Signatures

Colby Petersen, Power of Attorney for Frederick Hencken III, Reporting Person 04/02/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares are owned directly by the Hencken Family Trust dated March 11, 2018. The Reporting Person and his spouse are trustees of the Hencken Family Trust dated March 11, 2018.
- (2) On November 15, 2017, the Reporting Person was granted 30,000 Restricted Stock Units ("RSUs"). Each RSU represents a contingent right to receive one share of Common Stock. The RSUs vest in equal installments on an annual basis over a four year period ending November 15, 2021, assuming continued employment through the applicable vesting date.
- (3) On October 24, 2018, the Reporting Person was granted 30,000 RSUs. Each RSU represents a contingent right to receive one share of Common Stock. The RSUs vest in equal installments on an annual basis over a four year period ending October 24, 2022, assuming continued employment through the applicable vesting date.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.