Wright Medical Group N.V.

Form 4

October 05, 2015

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## 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

may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

1(b).

Ordinary Shares, par value EUR

0.03 per share

10/01/2015

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Burrows Robert P. III Issuer Symbol Wright Medical Group N.V. (Check all applicable) [WMGI] 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction Director X\_ Officer (give title Other (specify (Month/Day/Year) below) 1023 CHERRY ROAD 10/01/2015 SVP, Supply Chain (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MEMPHIS, TN 38117 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial Indirect (I) Ownership (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) (Instr. 4) Reported (A)

Code V Amount

A

21,995

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

D

21,995

or

(D)

Α

Price

(1)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

#### Edgar Filing: Wright Medical Group N.V. - Form 4

# 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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 26.72	10/01/2015		A	20,721	10/01/2015	07/25/2023	Ordinary Shares	20,721
Stock Option (Right to Buy)	\$ 29.06	10/01/2015		A	10,329	10/01/2015	05/13/2024	Ordinary Shares	10,329
Stock Option (Right to Buy)	\$ 30.37	10/01/2015		A	9,884	10/01/2015	07/25/2024	Ordinary Shares	9,884

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
Reporting Owner Manie / Address	

Director 10% Owner Officer Other

Burrows Robert P. III 1023 CHERRY ROAD MEMPHIS, TN 38117

SVP, Supply Chain

## **Signatures**

/s/ Marija S. Nelson, Attorney-in-fact

\*\*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).
- Received in exchange for 21,336 common shares of Wright Medical Group, Inc. ("Wright") pursuant to the Agreement and Plan of
  Merger by and among the issuer, Tornier N.V. ("TRNX"), Trooper Holdings Inc., and Trooper Merger Sub Inc., which became effective
  on October 1, 2015, (the "Merger"). On the date prior to the effective time of the Merger, the closing price of Wright's common shares
  was \$21.02 per share and the closing price of TRNX's ordinary shares was \$20.39 per share.
- (2) Received in the merger in exchange for an employee stock option to acquire 20,100 Wright shares for \$27.54 per share.

Reporting Owners 2

### Edgar Filing: Wright Medical Group N.V. - Form 4

- (3) Received in the merger in exchange for an employee stock option to acquire 10,020 Wright shares for \$29.95 per share.
- (4) Received in the merger in exchange for an employee stock option to acquire 9,588 Wright shares for \$31.30 per share.

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.