

NOVANTA INC
Form 4
September 06, 2016

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 *
Roush John A

(Last) (First) (Middle)

C/O NOVANTA INC., 125
MIDDLESEX TURNPIKE

(Street)

BEDFORD, MA 01730-1409

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NOVANTA INC [NOVT]

3. Date of Earliest Transaction
(Month/Day/Year)
09/01/2016

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)

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/01/2016		M	V Amount (A) or (D) Price 15,310 A \$ 16.99	473,899	D	
Common Stock	09/01/2016		F	7,204 D \$ 16.99	466,695	D	
Common Stock	09/01/2016		M	15,186 A \$ 16.99	481,881	D	
Common Stock	09/01/2016		F	7,146 D \$ 16.99	474,735	D	
Common Stock	09/01/2016		M	6,094 A \$ 16.99	480,829	D	

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Common Stock	09/01/2016	F	2,868	D	\$ 16.99	477,961	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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SEC 1474
(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. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units <u>(1)</u>	<u>(1)</u>	09/01/2016		M		15,310		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	15,310
Restricted Stock Units <u>(1)</u>	<u>(1)</u>	09/01/2016		M		15,186		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	15,186
Restricted Stock Units ⁽¹⁾	<u>(1)</u>	09/01/2016		M		6,094		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	6,094

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roush John A C/O NOVANTA INC. 125 MIDDLESEX TURNPIKE BEDFORD, MA 01730-1409	X		Chief Executive Officer	

Signatures

/s/ Joanna Tow, Attorney-In-Fact	09/02/2016
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 **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) Each Restricted Stock Unit represents the right to receive one Novanta Inc. common share upon vesting of such Restricted Stock Unit.
Represents the pro-rata vesting of the Reporting Person's outstanding Restricted Stock Units in accordance with the terms of the
- (2) Transition and Release of Claims Agreement dated July 27, 2016. The Reporting Person's unvested Restricted Stock Units have been forfeited.

Remarks:

Power of Attorney on file

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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