Edgar Filing: PINNACLE FINANCIAL PARTNERS INC - Form 4

PINNACLE FINANCIAL PARTNERS INC Form 4 November 14, 2016

PNFP

FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
	Washington, D.C. 20549								``	OMB Number:	3235	5-0287	
Check this box if no longer							E	Expires:	Janua	ary 31,			
subject Section Form 4 Form 5 obligati may co <i>See</i> Inst	if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See InstructionSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESFiled 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						r E k r	Estimated average burden hours per response 0.					
1(b). (Print or Type	Responses)												
1. Name and	Address of Reporting ROBERT A JR		Symbol PINNA	ACLE I	FIN	nd Ticker of NANCIA C [PNFP	L	ing	5. Relationship o Issuer (Che		eporting F Ill applica		
(Last)	(First) (Middle) 3. Date of				st]	Fransaction	l		_X_ Director 10% Owner				
150 THIRI 900	(Month/Day/Year) 11/10/2016					XOfficer (give titleOther (specify below) below) CHAIRMAN				y			
				If Amendment, Date Original iled(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
									Person				
(City)	(State)	(Zip)	Tal	ole I - N	on-	Derivative	e Secu	rities Aco	quired, Disposed	of, o	r Benefic	cially Own	ed
1.Title of Security (Instr. 3)		n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	For Dire or I (I)	ect (D) ndirect	7. Nature Indirect Beneficial Ownershi (Instr. 4)	l
PNFP				Code	v	Amount	(D)	Price					
Common Stock	11/10/2016			М		22,242	А	\$ 31.25	488,462	D			
PNFP Common Stock	11/10/2016			S		16,143	D	\$ 56.91 (1)	472,319	D			
PNFP Common Stock	11/10/2016			S		301	D	\$ 57.73	472,018	D			

146,511

D

Common Stock			
PNFP Common Stock	2,370	I	IRA-Spouse
PNFP Common Stock	184	I	By Daughter
PNFP Common Stock	2,652	I	By Spouse
PNFP Common Stock	159	I	By Daughter
PNFP Common Stock	25,918	I	401K Plan

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

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 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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
Employee Stock Option (Right to Buy)	\$ 31.25	11/10/2016		М	22,242	(3)	01/19/2017	PNFP Common Stock	22,242

Reporting Owners

Reporting Owner Name / Address

Relationships

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Other

	Director	10% Owner	Officer
MCCABE ROBERT A JR 150 THIRD AVE SOUTH SUITE 900 NASHVILLE, TN 37201	Х		CHAIRMAN
Signatures			
/s/ Robert A. McCabe, Jr.	11/14/20	16	
**Signature of Reporting	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).
 - The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.75 to \$57.20, inclusive. The reporting person undertakes to provide to Pinnacle Financial Partners, Inc., any security holder of Pinnacle
- (1) Financial Partners, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.70 to \$57.75, inclusive.
- (3) The options vested in annual 20% increments over a period of five years beginning on the first anniversary of the issue date (January 19, 2007). Options were fully vested on January 19, 2012.

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.