

BIO RAD LABORATORIES INC  
 Form 4/A  
 April 14, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 SCHWARTZ DAVID

2. Issuer Name and Ticker or Trading Symbol  
 BIO RAD LABORATORIES INC  
 [bio bio.b]

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

(Last) (First) (Middle)  
 1000 ALFRED NOBEL DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/03/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board

HERCULES, CA 94547  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 04/05/2006

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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.**

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Incentive Stock Option (right to buy)	\$ 69.3 <sup>(1)</sup>	04/03/2006	A	1,587					04/03/2011 <sup>(2)</sup>	04/03/2011	Bio-Rad Common B	1,587
Incentive Stock Option (right to buy)	\$ 31.77								02/06/2004 <sup>(2)</sup>	02/06/2007	Bio-Rad Common B	10,390
Incentive Stock Option (right to buy)	\$ 39.6								02/05/2008 <sup>(2)</sup>	02/05/2008	Bio-Rad Common B	2,777
Incentive Stock Option (right to buy)	\$ 58.85								02/04/2009 <sup>(2)</sup>	02/04/2009	Bio-Rad Common B	1,699
Incentive Stock Option (right to buy)	\$ 62.04								02/09/2009 <sup>(2)</sup>	02/09/2010	Bio-Rad Common B	1,897

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWARTZ DAVID 1000 ALFRED NOBEL DRIVE HERCULES, CA 94547	X	X	Chairman of the Board	

## Signatures

David Schwartz                      04/12/2006  
Date

Signature of  
Reporting Person

## 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 exercise price has been amended as the reporting person owns greater than 10% of the total combined voting power of all classes of stock of the company and in order to be in compliance with requirements under Internal Revenue Code Section 422, the correct exercise price is \$69.30 which is 110% of the fair market value on the grant date.
- (2) The "Date Exercisable" for this stock option has been amended to reflect the correct vesting date.

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. T-INDENT: 0pt" align="center">1,500

Purchase  
08/04/2015  
2,500  
Sale  
08/05/2015  
800  
Purchase  
08/05/2015  
150  
Purchase  
08/05/2015  
150  
Purchase  
08/06/2015  
3,000  
Sale  
08/10/2015  
2,000  
Purchase  
08/10/2015  
5,000  
Sale  
08/13/2015  
500  
Sale  
08/14/2015  
14,000  
Sale  
08/25/2015  
200  
Sale  
08/25/2015  
50  
Purchase  
08/27/2015  
200

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Sale	09/10/2015	100
Sale	10/22/2015	1,000
Purchase	11/09/2015	300
Sale	11/11/2015	500
Sale	11/11/2015	500
Purchase	11/11/2015	100
Purchase	11/11/2015	150
Purchase	11/11/2015	100
Sale	11/16/2015	500
Sale	11/24/2015	900
Sale	11/25/2015	200
Purchase	11/25/2015	1,000
Sale	12/01/2015	1,100
Purchase	12/01/2015	13,000
Sale	12/04/2015	6,400
Sale	12/11/2015	500
Purchase	12/24/2015	300
Purchase	12/24/2015	200
Purchase	12/29/2015	300
Purchase	12/29/2015	200
Purchase	01/04/2016	2,500
Purchase	01/05/2016	200
Purchase	01/05/2016	200
Purchase	01/05/2016	200
Purchase	01/05/2016	2,500
Purchase	01/13/2016	2,000
Purchase	01/14/2016	2,000
Purchase	02/02/2016	300
Sale	02/16/2016	1,000
Sale	02/16/2016	600
Sale	02/16/2016	500
Sale	02/16/2016	1,000
Sale	02/17/2016	1,700
Sale	02/17/2016	1,700
Sale	02/17/2016	3,000
Sale	02/22/2016	700
Sale	02/22/2016	700
Sale	02/22/2016	700
Sale	02/25/2016	22,500
Sale	03/01/2016	1,000
Sale	03/01/2016	1,000
Sale	03/01/2016	400
Sale	03/02/2016	5,000
Sale	03/02/2016	4,500
Sale	03/04/2016	3,000
Sale	03/04/2016	500
Sale	03/04/2016	2,000
Sale	03/04/2016	4,071
Sale	03/07/2016	2,000

Sale	03/07/2016	11,929
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Sale	03/08/2016	500
Sale	03/09/2016	2,000
Sale	03/10/2016	1,000
Sale	03/10/2016	500
Sale	03/10/2016	2,000
Sale	03/11/2016	500
Sale	03/14/2016	1,000
Sale	03/14/2016	800
Sale	03/14/2016	1,000
Sale	03/16/2016	500
Sale	03/16/2016	500
Sale	03/16/2016	500
Sale	03/18/2016	200
Sale	03/18/2016	200
Sale	03/21/2016	2,000
Sale	03/21/2016	200
Sale	03/28/2016	500

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## SCHEDULE II

The following table is reprinted from the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on March 25, 2016.

The following table sets forth certain information with respect to beneficial ownership of Superior common stock as of March 11, 2016 for (i) the named executive officers (ii) each director and director nominee, (iii) all directors and executive officers as a group, and (iv) all persons known to Superior to beneficially own 5% or more of Superior common stock.

Name and Address (1) of Beneficial Owner	Shares Beneficially Owned (1)	Percentage of Total Voting Power (1)(2)
Steven J. Borick (3)(4) 2707 Kipling Street Houston, TX 77098	2,448,200	9.7 %
GAMCO Asset Management, Inc. (5) One Corporate Center Rye, NY 10580	3,124,752	12.4 %
The Louis L. Borick Foundation (3)	2,400,100	9.5 %
Dimensional Fund Advisors LP (6) Palisades West, Building One Austin, TX 78746	2,273,915	9.0 %
BlackRock, Inc. (7) 40 East 52nd Street New York, NY 10022	2,232,381	8.8 %
The Vanguard Group, Inc. (8) 100 Vanguard Blvd. Malvern, PA 19355	1,727,377	6.8 %
Donald J. Stebbins (9)(11)	235,090	*
Parveen Kakar (9)(10)(11)	80,408	*
Kerry A. Shiba (9)(10)(11)	74,290	*
Margaret S. Dano (9)(10)	42,569	*
Francisco S. Uranga (9)(10)	33,969	*
Timothy C. McQuay (9)	13,969	*
James S. McElya (9)	11,347	*
Jack A. Hockema (9)	18,969	*
Michael R. Bruynesteyn	3,000	*
Paul Humphries (9)	3,969	*
James F. Sistek (9)(11)	15,805	*
Larry Oliver (11)	13,164	*
Superior's Directors and Executive Officers as a Group (15 persons)	582,306	2.3 %

\* Less than 1%.

(1) All persons have the Company's principal office as their address, except as otherwise indicated. Except as indicated in the footnotes to this table, and subject to applicable community property laws, the persons listed have sole

Explanation of Responses:



voting and investment power with respect to all shares of Superior's common stock beneficially owned by them.

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- (2) The percentage of shares beneficially owned is based on 25,238,212 shares of common stock outstanding as of March 11, 2016. Beneficial ownership is determined in accordance with the rules and regulations of the SEC. Shares of common stock subject to options that are currently exercisable or exercisable within 60 days after March 11, 2016 are deemed to be outstanding and beneficially owned by the person holding such options for the purpose of computing the number of shares beneficially owned and the percentage ownership of such person, but are not deemed to be outstanding for the purpose of computing the percentage ownership of any other person.
- (3) The information with respect to the share ownership of Steven J. Borick and The Louis L. Borick Foundation (the "Foundation"), of which Mr. Borick is the President, is based solely on the Schedule 13D/A, Amendment No. 8 filed on March 8, 2016. The Foundation and Mr. Borick share voting and dispositive power over the shares; however, Mr. Borick disclaims beneficial ownership of the shares held by the Foundation. The Foundation shares the same address as Mr. Borick.
- (4) Also includes 100 shares of common stock and 8,000 shares held by Blake Mills David Trust, of which Mr. Borick is the sole trustee and 40,000 shares held by Liatris Foundation, of which Mr. Borick is the President and member of the board.
- (5) The information with respect to the holdings of GAMCO Asset Management Inc. ("GAMCO"), a registered investment advisor, is based solely on the Schedule 13D Amendment No. 31 filed February 29, 2016 by Gabelli Funds, LLC ("Gabelli Funds"), GAMCO, Teton Advisors, Inc. ("Teton Advisors"), GGCP, Inc. ("GGCP"), GAMCO Investors, Inc. ("GBL"), Associated Capital Group, Inc. ("AC") and Mario G. Gabelli ("Mario Gabelli"), Subject to certain restrictions, (i) GAMCO holds 1,823,952 shares and has sole dispositive power with respect to 1,623,952 shares; (ii) Gabelli Funds holds 681,800 shares and has sole voting and dispositive power with respect to such shares; (iii) Teton Advisors holds 611,000 shares and has sole voting and dispositive power with respect to such shares; and (iv) AC holds 8,000 shares and has sole voting and dispositive power with respect to such shares. None of GGCP, GBL or Mario Gabelli directly hold or have voting or dispositive power over any shares. Each of Gabelli Funds and GAMCO is wholly-owned subsidiary of GBL. Mario Gabelli is (i) the controlling stockholder, chief executive officer, chief investment officer and a director of GGCP, (ii) chairman and executive officer of GBL, (iii) chief investment officers of Gabelli Funds, and (iv) controlling stockholder of Teton. The address for these holders is One Corporate Center, Rye, New York 10580-1435.
- (6) The information with respect to the holdings of Dimensional Fund Advisors LP ("Dimensional Fund"), a registered investment advisor, is based solely on the Schedule 13G/A filed February 9, 2016 by Dimensional Fund. Dimensional Fund serves as investment advisor to four registered investment companies and as investment manager to certain other commingled group trusts and separate accounts (collectively, the "Funds"), which own all shares. Dimensional Fund has sole voting power with respect to 2,197,316 shares owned by the Funds and sole dispositive power with respect to all 2,273,915 shares owned by the Funds.
- (7) The information with respect to the holdings of BlackRock, Inc. ("BlackRock"), a registered investment advisor, is based solely on the Schedule 13G/A filed January 23, 2016 by BlackRock. By virtue of being the parent holding company of the holders of such shares, BlackRock has sole voting power with respect to 2,176,298 shares and sole dispositive power with respect to all 2,232,381 shares. BlackRock's address is 55 East 52nd Street, New York, NY 10022.

- (8) The information with respect to the holdings of The Vanguard Group, Inc. (“Vanguard”), a registered investment advisor, is based on the Schedule 13G/A filed February 10, 2016 by Vanguard. The aggregate amount beneficially owned by Vanguard is 1,727,377 shares. Of such shares, Vanguard Fiduciary Trust Company, a wholly-owned subsidiary of Vanguard, is the beneficial owner of 29,841 shares by virtue of its serving as investment manager of certain collective trust accounts, and Vanguard Investments Australia, Ltd., a wholly-owned subsidiary of Vanguard, is the beneficial owner of 1,200 shares by virtue of its serving as investment manager of Australian investment offerings. Vanguard has sole voting power with respect to 31,041 shares, sole dispositive power with respect to 1,697,536 shares, and shared dispositive power with respect to 29,841 shares.
- (9) Includes 132,455 shares of restricted stock subject to vesting for Mr. Stebbins, 7,500 shares of restricted stock subject to vesting for Mr. Shiba, 5,666 shares of restricted stock subject to vesting for Mr. Kakar, 2,167 shares of restricted stock subject to vesting for Mr. Sistik, 3,969 shares of restricted stock subject to vesting for Ms. Dano, 3,969 shares of restricted stock subject to vesting for Mr. Hockema, 3,969 shares of restricted stock subject to vesting for Mr. Humphries, 3,969 shares of restricted stock subject to vesting for Mr. McElya, 3,969 shares of restricted stock subject to vesting for Mr. McQuay and 3,969 shares of restricted stock subject to vesting for Mr. Uranga.
- (10) Includes stock options in the amount of 54,500 for Mr. Kakar, 49,000 for Mr. Shiba, 20,000 for Ms. Dano and 20,000 for Mr. Uranga that are currently or will become exercisable within 60 days of March 4, 2016.
- (11) Includes the RSUs owned by our executive officers as of March 4, 2016. These RSUs are subject to all of the economic risks of stock ownership but may not be voted or sold and are subject to vesting provisions as set forth in the respective grant agreements.

IMPORTANT

Tell your Board what you think! Your vote is important. No matter how many shares of Common Stock you own, please give GAMCO your proxy FOR the election of the Nominees by taking three steps:

- SIGNING the enclosed BLUE proxy card,
- DATING the enclosed BLUE proxy card, and
- MAILING the enclosed BLUE proxy card TODAY in the envelope provided (no postage is required if mailed in the United States).

If any of your shares of Common Stock are held in the name of a brokerage firm, bank, bank nominee or other institution, only it can vote such shares of Common Stock and only upon receipt of your specific instructions. Depending upon your broker or custodian, you may be able to vote either by toll-free telephone or by the Internet. Please refer to the enclosed voting form for instructions on how to vote electronically. You may also vote by signing, dating and returning the enclosed BLUE voting form.

If you have any questions or require any additional information concerning this Proxy Statement, please contact GAMCO at its address below.

GAMCO ASSET MANAGEMENT INC.

ONE CORPORATE CENTER

RYE, NEW YORK 10580

(800) 422-3554

BLUE PROXY CARD

SUPERIOR INDUSTRIES INTERNATIONAL, INC.

2016 ANNUAL MEETING OF STOCKHOLDERS

THIS PROXY IS SOLICITED ON BEHALF OF GAMCO ASSET MANAGEMENT INC., MARIO J. GABELLI,  
MATTHEW GOLDFARB, F. JACK LIEBAU, JR., AND RYAN J. MORRIS

THE BOARD OF DIRECTORS OF SUPERIOR INDUSTRIES INTERNATIONAL, INC.  
IS NOT SOLICITING THIS PROXY

P R O X Y

The undersigned appoints George Maldonado or David Goldman, as attorney and agent with full power of substitution to vote all shares of Common Stock of Superior Industries International, Inc. (the "Company") which the undersigned would be entitled to vote if personally present at the 2015 Annual Meeting of Stockholders of the Company scheduled to be held at The Westin Detroit Metropolitan Airport (2501 Worldgateway Place, Detroit, Michigan 48242) on Tuesday, April 26, 2016, at 10:00 a.m. Eastern Time (including any adjournments or postponements thereof and any meeting called in lieu thereof, the "Annual Meeting").

The undersigned hereby revokes any other proxy or proxies heretofore given to vote or act with respect to the shares of Common Stock of the Company held by the undersigned, and hereby ratifies and confirms all action the herein named attorneys and proxies, their substitutes, or any of them may lawfully take by virtue hereof. If properly executed, this Proxy will be voted as directed on the reverse and in the discretion of the herein named attorneys and proxies or their substitutes with respect to any other matters as may properly come before the Annual Meeting that are unknown to GAMCO Asset Management Inc. ("GAMCO") a reasonable time before this solicitation.

IF NO DIRECTION IS INDICATED WITH RESPECT TO THE PROPOSALS ON THE REVERSE, THIS PROXY WILL BE VOTED "FOR" THE NOMINEES IN PROPOSAL 1, "FOR" PROPOSALS 4 AND 5, AND "ABSTAIN" ON PROPOSALS 2 AND 3.

This Proxy will be valid until the completion of the Annual Meeting. This Proxy will only be valid in connection with GAMCO's solicitation of proxies for the Annual Meeting.

**IMPORTANT: PLEASE SIGN, DATE AND MAIL THIS PROXY CARD PROMPTLY!**

CONTINUED AND TO BE SIGNED ON REVERSE SIDE

BLUE PROXY CARD

[X] Please mark vote as in this example

GAMCO STRONGLY RECOMMENDS THAT STOCKHOLDERS VOTE IN FAVOR OF THE NOMINEES LISTED BELOW IN PROPOSAL 1, MAKES NO RECOMMENDATION WITH RESPECT TO PROPOSALS 2 AND 3, AND RECOMMENDS A VOTE FOR PROPOSALS 4 AND 5.

1. GAMCO’s proposal to elect Matthew Goldfarb, F. Jack Liebau, Jr. and Ryan J. Morris to serve as directors of the Company until the next annual meeting of stockholders.

	FOR ALL NOMINEES	WITHHOLD AUTHORITY TO VOTE FOR ALL NOMINEES	FOR ALL EXCEPT NOMINEE(S) WRITTEN BELOW
Nominees: Matthew Goldfarb	..	..	..
F. Jack Liebau, Jr.			
Ryan J. Morris			

GAMCO does not expect that any of the Nominees will be unable to stand for election, but, in the event that any Nominee is unable to serve or for good cause will not serve, the shares of Common Stock represented by this proxy card will be voted for substitute nominee(s), to the extent this is not prohibited under the Bylaws and applicable law. In addition, GAMCO has reserved the right to nominate substitute person(s) if the Company makes or announces any changes to its Bylaws or takes or announces any other action that has, or if consummated would have, the effect of disqualifying any Nominee, to the extent this is not prohibited under the Bylaws and applicable law. In any such case, shares of Common Stock represented by this proxy card will be voted for such substitute nominee(s).

GAMCO intends to use this proxy to vote (i) “FOR” Messrs. Goldfarb, Liebau and Morris and (ii) “FOR” the candidates who have been nominated by the Company to serve as a director, other than Margaret S. Dano, Timothy C. McQuay, and Francisco S. Uranga, for whom GAMCO is not seeking authority to vote for and will not exercise any such authority. The names, background and qualification of the candidates who have been nominated by the Company, and other information about them, can be found in the Company’s proxy statement.

There is no assurance that any of the candidates who have been nominated by the Company will serve as directors if any of our Nominees are elected.

Note: If you do not wish for your shares of Common Stock to be voted “FOR” a particular nominee, mark the “FOR ALL NOMINEE(S) EXCEPT WRITTEN BELOW” box and write the name(s) of the nominee(s) you do not support on the line below. Your Shares will be voted for the remaining nominee(s). You may also withhold authority to vote for one or more additional candidates who have been nominated by the Company by writing the name(s) of the nominee(s) below.

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2. Company's proposal to approve executive compensation on an advisory basis.

FOR AGAINST ABSTAIN

3. Company's proposal to approve the material terms of the performance goals under the Company's Annual Incentive Performance Plan.

FOR AGAINST ABSTAIN

4. Company's proposal to vote on proxy access on an advisory basis.

FOR AGAINST ABSTAIN

5. Company's proposal to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 25, 2016.

FOR AGAINST ABSTAIN

DATED: \_\_\_\_\_

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature, if held jointly)

\_\_\_\_\_  
(Title)

WHEN SHARES ARE HELD JOINTLY, JOINT OWNERS SHOULD EACH SIGN. EXECUTORS, ADMINISTRATORS, TRUSTEES, ETC., SHOULD INDICATE THE CAPACITY IN WHICH SIGNING. PLEASE SIGN EXACTLY AS NAME APPEARS ON THIS PROXY.