

SIMPSON MANUFACTURING CO INC /CA/  
 Form 4  
 April 21, 2016

**FORM 4**

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

OMB APPROVAL

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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 \*  
 CUSUMANO GARY M

2. Issuer Name and Ticker or Trading Symbol  
 SIMPSON MANUFACTURING CO INC /CA/ [SSD]

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

(Last) (First) (Middle)  
 5956 W. LAS POSITAS BLVD.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/20/2016

Director  10% Owner  
 Officer (give title below)  Other (specify below)

PLEASANTON, CA 94588  
 (City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock (RSUs awarded April 20, 2016) | 04/20/2016                           |  | A                              |   | 1,800   | A  | \$ 38                             |
|  |                                      |  |                                |   | 1,800 <sup>(1)</sup>  |  |                                   |
| Common Stock (RSUs awarded April 21, 2015) |                                      |  |                                |   | 1,950 <sup>(1)</sup>  |  |                                   |
|  |                                      |  |                                |   |   | D  |                                   |

|   |                      |   |                                |
|---|----------------------|---|--------------------------------|
| Common<br>Stock<br>(RSUs<br>awarded<br>February 2,<br>2015) | 1,425 <sup>(2)</sup> | D |                                |
| Common<br>Stock<br>(RSUs<br>awarded<br>February 3,<br>2014) | 1,425 <sup>(2)</sup> | D |                                |
| Common<br>Stock<br>(RSUs<br>awarded<br>February 6,<br>2013) | 1,425 <sup>(2)</sup> | D |                                |
| Common<br>Stock<br>(RSUs<br>awarded<br>January 30,<br>2012) | 1,425 <sup>(2)</sup> | D |                                |
| Common<br>Stock   | 800                  | I | Family<br>Trust <sup>(3)</sup> |

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.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deriv<br>Secu<br>(Instr |                        |
|---|--|---|---|--------------------------------------|--|--|---|----------------------------------|------------------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                            | Amount<br>or<br>Number |

|                                  |          |            |            |                 |                       |
|----------------------------------|----------|------------|------------|-----------------|-----------------------|
| Options<br>on<br>Common<br>Stock | \$ 29.58 | 02/15/2011 | 02/14/2018 | Common<br>Stock | of<br>Shares<br>5,000 |
|----------------------------------|----------|------------|------------|-----------------|-----------------------|

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| CUSUMANO GARY M<br>5956 W. LAS POSITAS BLVD.<br>PLEASANTON, CA 94588 |               | X         |         |       |

## Signatures

|                                    |            |
|------------------------------------|------------|
| /s/GARY M.<br>CUSUMANO             | 04/20/2016 |
| **Signature of Reporting<br>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) Restricted stock unit award vests 100% on the transaction date.
- (2) Restricted stock unit award vests one fourth on each of the transaction date and the first, second and third anniversaries of the transaction date.
- (3) The Shares are owned by Garry M. Cusumano and Diana L. Cusumano, trustees of the Cusumano Family Trust, U/A dated May 30, 2002.

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.