

SIMPSON SHARON H
Form 4
April 06, 2018

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 *
SIMPSON SHARON H

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)
21C ORINDA WAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2018

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

ORINDA, CA 94563

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 02/26/2018 | | S | 27,550 D \$ 58.5 | 719,269 <u>(1)</u> | I | By non-profit public benefit corporation |
| Common Stock | 02/27/2018 | | S | 42,038 D \$ 57.652 | 677,231 <u>(1)</u> | I | By non-profit public benefit corporation |
| Common Stock | 03/26/2018 | | S | 50,000 D \$ 57.5 | 627,231 <u>(1)</u> | I | By non-profit |

| | | | | | | | | |
|--------------|------------|---|--------|---|-----------|------------------------|---|--|
| Common Stock | 03/27/2018 | S | 14,655 | D | \$ 57.265 | 612,576 ⁽¹⁾ | I | public benefit corporation |
| Common Stock | 03/28/2018 | S | 21,181 | D | \$ 57.142 | 591,395 ⁽¹⁾ | I | By non-profit public benefit corporation |
| Common Stock | 03/29/2018 | S | 42,419 | D | \$ 57.68 | 548,976 ⁽¹⁾ | I | By non-profit public benefit corporation |
| Common Stock | 04/02/2018 | S | 3,665 | D | \$ 57.203 | 545,311 ⁽¹⁾ | I | By non-profit public benefit corporation |
| Common Stock | 04/04/2018 | S | 21,553 | D | \$ 57.347 | 523,758 ⁽¹⁾ | I | By non-profit public benefit corporation |
| Common Stock | 04/05/2018 | S | 22,773 | D | \$ 57.965 | 500,985 ⁽¹⁾ | I | By non-profit public benefit corporation |
| Common Stock | 04/06/2018 | S | 7,915 | D | \$ 57.322 | 493,070 ⁽¹⁾ | I | By non-profit public benefit corporation |

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

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(9-02)

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

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| 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SIMPSON SHARON H 21C ORINDA WAY ORINDA, CA 94563 | | X | | |

Signatures

/s/By Brian J. Magstadt, as Attorney-in-fact for Sharon H. Simpson 04/06/2018

**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) The shares are owned by the Simpson PSB Fund, a California nonprofit public benefit corporation, of which Sharon Simpson is a member of the Board of Directors. Sharon H. Simpson disclaims beneficial ownership of these shares.

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.