

MERIDIAN BIOSCIENCE INC
 Form 4
 November 06, 2015

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 *
KRAEUTLER JOHN A

2. Issuer Name and Ticker or Trading Symbol
MERIDIAN BIOSCIENCE INC [VIVO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3471 RIVER HILLS DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2015

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

CINCINNATI, OH 45244

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 11/04/2015 | | A | | 25,000 (1) \$ 0 | D | |
| Common Stock | 11/04/2015 | | A | | 25,000 (2) \$ 0 | D | |
| Common Stock | 11/05/2015 | | D | | 25,000 (3) \$ 0 | D | |
| Common Stock | 11/05/2015 | | A | | 25,000 (4) \$ 0 | D | |
| Common Stock | | | | | 703 | I | Held in Meridian Savings & |

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)

| 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 Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KRAEUTLER JOHN A 3471 RIVER HILLS DRIVE CINCINNATI, OH 45244 | X | | Chairman and CEO | |

Signatures

/s/ Melissa A. Lueke as Attorney-in-fact for John A. Kraeutler
 11/06/2015
 **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) These restricted stock units are awarded under the 2012 Stock Incentive Plan and vest in full (or 100%) on November 15, 2019.
- (2) These restricted stock units are awarded under the 2012 Stock Incentive Plan and vest 25% per year over four years, subject to attainment of a specified earnings target for fiscal 2016.
- (3) These restricted stock units were awarded under the 2012 Stock Incentive Plan and were subject to attainment by the Company of a specified earnings target for fiscal 2015. As the Company did not reach the target, these restricted stock units have been cancelled.

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- (4) This award is made under the 2012 Stock Incentive Plan pursuant to Mr. Kraeutler's Second Amended and Restated Employment Agreement dated January 15, 2015. The award was subject to attainment by the Company of revenue and earnings per share levels within a specified range for fiscal 2015. As the Company reached both specified levels, these restricted stock units have been granted and fully earned.

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.