

BEAUDOUIN MARK T

Form 4

January 28, 2019

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BEAUDOUIN MARK T

2. Issuer Name **and** Ticker or Trading  
Symbol  
WATERS CORP /DE/ [WAT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

34 MAPLE STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/25/2019

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

SVP and General Counsel

(Street)

4. If Amendment, Date Original  
Filed(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

MILFORD, MA 01757

(City) (State) (Zip)

**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 (D)	Price		
Common Stock	01/25/2019	01/25/2019	M		5,000	A	\$ 98.21	9,852	D
Common Stock	01/25/2019	01/25/2019	M		8,000	A	\$ 113.36	17,852	D
Common Stock	01/25/2019	01/25/2019	M		7,506	A	\$ 128.93	25,358	D
Common Stock	01/25/2019	01/25/2019	M		4,133	A	\$ 139.51	29,491	D
Common Stock	01/25/2019	01/25/2019	M		3,209	A	\$ 194.26	32,700	D

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Common Stock	01/25/2019	01/25/2019	S	27,848	D	\$ 225.36	4,852	D	
Common Stock							1,727.71	I	401K
Common Stock							3,101.7419	I	By Espp

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 (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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 98.21	01/25/2019	01/25/2019	M	5,000	12/06/2014	12/06/2023	Common Stock	5,000
Stock Option (Right to Buy)	\$ 113.36	01/25/2019	01/25/2019	M	8,000	12/11/2015	12/11/2024	Common Stock	8,000
Stock Option (Right to Buy)	\$ 128.93	01/25/2019	01/25/2019	M	7,506	12/09/2016	12/09/2025	Common Stock	7,506
Stock Option (Right to Buy)	\$ 139.51	01/25/2019	01/25/2019	M	4,133	12/09/2017	12/09/2026	Common Stock	4,133
Stock Option (Right to Buy)	\$ 194.26	01/25/2019	01/25/2019	M	3,209	12/05/2018	12/05/2027	Common Stock	3,209

Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEAUDOUIN MARK T 34 MAPLE STREET MILFORD, MA 01757			SVP and General Counsel	

## Signatures

/s/ Mark  
Beaudouin 01/28/2019

\_\_Signature of Date  
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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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