

MERIT MEDICAL SYSTEMS INC

Form 4

December 30, 2014

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Miller Franklin J

2. Issuer Name **and** Ticker or Trading
Symbol

MERIT MEDICAL SYSTEMS INC
[MMSI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1600 W MERIT PARKWAY

(Street)

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

12/26/2014

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

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

SOUTH JORDAN, UT 84095

(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 or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, No Par Value					18,193	I	By the Franklin J. Miller and Bonnie A. Miller Family Trust
Common Stock, No Par Value	12/26/2014		M	5,756 A	\$ 11.41 8,090	D	
Common Stock, No	12/26/2014		S	5,756 D	\$ 2,334 17.403	D	

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Par Value					(1)		
Common Stock, No Par Value	12/29/2014	M	4,244	A	\$ 11.41	6,578	D
Common Stock, No Par Value	12/29/2014	S	4,244	D	\$ (2)	17.312 2,334	D

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Non-qualified stock options (right to buy)	\$ 11.41	12/26/2014		M		5,756		05/25/2005	05/25/2015	Common Stock	5
Non-qualified stock options (right to buy)	\$ 11.41	12/29/2014		M		4,244		05/25/2005	05/25/2015	Common Stock	4
Non-qualified stock options (right to buy)	\$ 11.53							05/21/2009 ⁽³⁾	05/21/2015	Common Stock	18
Non-qualified stock options (right to buy)	\$ 13.82							09/26/2010 ⁽⁴⁾	09/26/2016	Common Stock	25
Non-qualified stock options (right to buy)	\$ 13.16							06/25/2011 ⁽⁵⁾	06/25/2017	Common Stock	25
Non-qualified stock options (right to buy)	\$ 13.75							08/11/2012 ⁽⁶⁾	08/11/2018	Common Stock	20

Non-qualified stock options (right to buy)	\$ 12.91	05/23/2013 ⁽⁷⁾	05/23/2019	Common Stock	20
Non-qualified stock options (right to buy)	\$ 9.95	05/22/2014 ⁽⁸⁾	05/22/2020	Common Stock	23
Non-qualified stock options (right to buy)	\$ 13.99	06/11/2015 ⁽⁹⁾	06/11/2021	Common Stock	23

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miller Franklin J 1600 W MERIT PARKWAY SOUTH JORDAN, UT 84095	X			

Signatures

Greg Barnett,
Attorney-in-Fact

12/30/2014

__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 price reported in Column 4 of Table 1 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.38 to \$17.43, inclusive. The reporting person undertakes to provide to Merit Medical Systems, Inc., any security holder of Merit Medical Systems, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(2) The price reported in Column 4 of Table 1 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.29 to \$17.40, inclusive. The reporting person undertakes to provide to Merit Medical Systems, Inc., any security holder of Merit Medical Systems, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(3) Becomes exercisable in equal annual installments of 20% commencing 05/21/2009.

(4) Becomes exercisable in equal annual installments of 20% commencing 09/26/2010.

(5) Becomes exercisable in equal annual installments of 20% commencing 06/25/2011.

(6) Becomes exercisable in equal annual installments of 20% commencing 08/11/2012.

(7) Becomes exercisable in equal annual installments of 20% commencing 05/23/2013.

(8) Becomes exercisable in equal annual installments of 20% commencing 05/22/2014.

(9) Becomes exercisable in equal annual installments of 20% commencing 06/11/2015.

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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