

CARLISLE COMPANIES INC
 Form 4
 May 27, 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 *
 Zdimal Kevin P

2. Issuer Name and Ticker or Trading Symbol
 CARLISLE COMPANIES INC [CSL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/26/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 V.P., Business Development

C/O CARLISLE COMPANIES INCORPORATED, 11605 NORTH COMMUNITY HOUSE ROAD

(Street)

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

CHARLOTTE, NC 28277

(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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/26/2016		M		5,955 A \$ 38.31	29,090	D
Common Stock	05/26/2016		S		5,955 D \$ 103.97 (1)	23,135	D
Common Stock	05/26/2016		M		4,560 A \$ 49.56	27,695	D
Common Stock	05/26/2016		S		4,560 D \$ 104.2 (2)	23,135	D

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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. Amount or Number of Shares
Common Stock Options <u>(3)</u>	\$ 38.31	05/26/2016		M	5,955	<u>(4)</u> 02/02/2021	Common Stock	5,955
Common Stock Options <u>(3)</u>	\$ 49.56	05/26/2016		M	4,560	<u>(5)</u> 01/31/2022	Common Stock	4,560

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zdimal Kevin P C/O CARLISLE COMPANIES INCORPORATED 11605 NORTH COMMUNITY HOUSE ROAD CHARLOTTE, NC 28277			V.P., Business Development	

Signatures

/s/ Kevin P. Zdimal by Steven J. Ford,
attorney-in-fact

05/27/2016

**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).

This transaction was executed in multiple trades at prices ranging from \$103.83 to \$104.07. The price reported above reflects the weighted average sales price. Mr. Zdimal hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(1) This transaction was executed in multiple trades at prices ranging from \$104.07 to \$104.48. The price reported above reflects the weighted average sales price. Mr. Zdimal hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(2) Right to buy.

(3) 1,985 options exercisable on each of February 3, 2012, February 3, 2013 and February 3, 2014, cumulatively.

(4) 1,520 options exercisable on each of February 1, 2013, February 1, 2014 and February 1, 2015, cumulatively.

(5) The transaction is the exercise of a derivative security.

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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