PATTERSON COMPANIES, INC.

Form 4 July 06, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Anderson Scott P Issuer Symbol PATTERSON COMPANIES, INC. (Check all applicable) [PDCO] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner X_ Officer (give title _ Other (specify (Month/Day/Year) below) 1031 MENDOTA HEIGHTS ROAD 07/01/2015 Chairman, President & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

ST PAUL, MN 55120

| (City) | (State) | (Zip) Table | e I - Non-D | erivative S | Securi | ties Acqu | ired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|--------------------------------------|---|--|---------------------------------------|--------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securiti n(A) or Dis (Instr. 3, 4) | sposed | of (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 Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 07/01/2015 | | F <u>(1)</u> | 997 | D | \$ 49.27 | 107,323 | D | |
| Common Stock | 07/01/2015 | | A(2) | 84 | A | \$ 0 | 107,407 | D | |
| Common Stock | 07/01/2015 | | A(3) | 10,148 | A | \$ 49.27 | 117,555 | D | |

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

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Person

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number.

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. Transactio Code (Instr. 8) | 5. Number of or 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) | |
|---|---|---|---|--|--|--|--------------------|---|--------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amoun Numbe Shares |
| Employee Stock Options | \$ 49.27 | 07/01/2015 | | A(4) | 42,698 | 07/01/2018 | 07/01/2025 | Common Stock | 42,69 |
| Employee Stock Options | \$ 56.66 | 07/01/2015 | | A(4) | 250,000 | (5) | 07/01/2025 | Common Stock | 250,0 |
| Employee Stock Options | <u>(6)</u> | | | | | 07/01/2017 | 07/01/2024 | Common Stock | 20,20 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|---------------------------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| Anderson Scott P | | | | | | | | |
| 1031 MENDOTA HEIGHTS ROAD ST PAUL, MN 55120 | X | | Chairman, President & CEO | | | | | |

Signatures

Les B. Korsh, by Power of
Attorney

**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) Shares withheld for taxes incurred upon lapse of restrictions on restricted stock issued pursuant to the Patterson Companies, Inc. Equity Incentive Plan.
- (2) After forfeited shares were calculated, Reporting Person was allocated additional shares pursuant to the Patterson Companies, Inc. Employee Stock Ownership Plan.
- (3) Shares of restricted stock granted pursuant to the Patterson Companies, Inc. Equity Incentive Plan.
- (4) Stock options granted pursuant to the Patterson Companies, Inc. Equity Incentive Plan.

Reporting Owners 2

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- (5) Options are exercisable as follows: 25% on 7/1/2018, 25% on 7/1/2019 and 50% on 7/2/2020.
- (6) Options granted as follows: 20,200 on 7/1/2014 at \$39.64.

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