

SHALLISH ROBERT D JR  
 Form 4  
 March 06, 2013

**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 \*  
 SHALLISH ROBERT D JR

2. Issuer Name and Ticker or Trading Symbol  
 CONMED CORP [CNMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 C/O CONMED CORP, 525  
 FRENCH ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/05/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President/Finance/CFO

UTICA, NY 13502-5994

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 03/05/2013                           |  | M                              | V   | 10,000  | A  | \$ 19.93 44,391 D                                     |
| Common Stock                    | 03/05/2013                           |  | F                              |   | 7,773   | D  | \$ 30.63 36,618 D                                     |
| Common Stock                    | 03/05/2013                           |  | M                              |   | 6,000   | A  | \$ 16.46 42,618 D                                     |
| Common Stock                    | 03/05/2013                           |  | F                              |   | 4,231   | D  | \$ 30.63 38,387 D                                     |
| Common Stock                    | 03/05/2013                           |  | M                              |   | 5,600   | A  | \$ 19.26 43,987 D                                     |

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Common Stock 03/05/2013 F 4,275 D \$ 30.63 39,712 D

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

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**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Sars (Stock Appreciation Rights)           | \$ 19.93   | 03/05/2013                           |  | M                              | 10,000  | <u>(1)</u> 05/16/2016                                    | Common Stock  | 10,000                     |
| Sars (Stock Appreciation Rights)           | \$ 16.46   | 03/05/2013                           |  | M                              | 6,000   | <u>(2)</u> 06/01/2019                                    | Common Stock  | 6,000                      |
| Sars (Stock Appreciation Rights)           | \$ 19.26   | 03/05/2013                           |  | M                              | 5,600   | <u>(2)</u> 06/01/2020                                    | Common Stock  | 5,600                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| SHALLISH ROBERT D JR<br>C/O CONMED CORP<br>525 FRENCH ROAD<br>UTICA, NY 13502-5994 |               |           | Vice President/Finance/CFO |       |

## Signatures

Daniel S. Jonas for Robert D. Shallish by Power of Attorney 03/06/2013

\_\_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 stock appreciation rights ("SARs") were granted under the Issuer's 2006 Stock Incentive Plan and generally vest in equal amounts over a five year period.

(2) The stock appreciation rights ("SARs") were granted under the Company's 1999 Amended and Restated Long-Term Incentive Plan and generally vest in equal amounts over a five year period.

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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