

CONMED CORP
Form 4
October 01, 2014

FORM 4

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

OMB APPROVAL

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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 *
ABRAHAM WILLIAM

(Last) (First) (Middle)

**C/O CONMED CORP, 525
FRENCH ROAD**

(Street)

UTICA, NY 13502

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP-Business Development

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/30/2014 | | M | 400 | \$ 0 | 1,886 | D |
| Common Stock | 09/30/2014 | | F | 145 | \$ 36.84 | 1,741 | D |
| Common Stock | 09/30/2014 | | M | 800 | \$ 0 | 2,541 | D |
| Common Stock | 09/30/2014 | | F | 289 | \$ 36.84 | 2,252 | D |
| Common Stock | 09/30/2014 | | M | 1,200 | \$ 0 | 3,452 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|-------|---|
| Common Stock | 09/30/2014 | F | 433 | D | \$ 36.84 | 3,019 | D |
| Common Stock | 09/30/2014 | M | 1,600 | A | \$ 0 | 4,619 | D |
| Common Stock | 09/30/2014 | F | 578 | D | \$ 36.84 | 4,041 | D |
| Common Stock | 09/30/2014 | M | 1,300 | A | \$ 0 | 5,341 | D |
| Common Stock | 09/30/2014 | F | 469 | D | \$ 36.84 | 4,872 | 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 (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 |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Rsus (restricted Stock Units) | \$ 0 | 09/30/2014 | | M | 400 | <u>(1)(2)</u> 06/01/2020 | Common Stock | 400 |
| Rsus (restricted Stock Units) | \$ 0 | 09/30/2014 | | M | 800 | <u>(1)(2)</u> 06/01/2021 | Common Stock | 800 |
| Rsus (restricted Stock Units) | \$ 0 | 09/30/2014 | | M | 1,200 | <u>(1)(2)</u> 06/01/2022 | Common Stock | 1,200 |
| Rsus (restricted Stock Units) | \$ 0 | 09/30/2014 | | M | 1,600 | <u>(1)(2)</u> 06/01/2023 | Common Stock | 1,600 |

| | | | | | | | | | |
|--|------|------------|---|-------|--------|------------|-----------------|-------|--|
| Stock Units) | | | | | | | | | |
| Rsus (restricted Stock Units) | \$ 0 | 09/30/2014 | M | 1,300 | (1)(2) | 06/01/2024 | Common Stock | 1,300 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ABRAHAM WILLIAM C/O CONMED CORP 525 FRENCH ROAD UTICA, NY 13502 | | | EVP-Business Development | |

Signatures

Daniel S. Jonas for William Abraham by Power of Attorney 10/01/2014

__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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of common stock, par value \$0.01 per share of ConMed Corporation (the "Company") and will be subject to the terms and conditions of the Company's 1999 Amended and Restated Long-Term Incentive Plan, with the RSUs generally vesting over a five year period with the first 20% of the RSU's vesting one year after the grant date.

(2) Upon Mr. Abraham's retirement, and upon the consent of the Compensation Committee, all unvested SARs and RSUs accelerated and vested, as permitted by the equity award terms and as contemplated by the disclosures in the Company's Form 8-K dated July 23, 2014.

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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