TWIN DISC INC Form 4

February 09, 2015

FORM 4

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

OMB Number: 3235-0287

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BATTEN MICHAEL E	2. Issuer Name and Ticker or Trading Symbol TWIN DISC INC [TWIN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check an applicable)				
TWIN DISC, INC., 1328 RACINE STREET	(Month/Day/Year) 02/05/2015	XDirector10% OwnerOfficer (give title below) Other (specify below)				
(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				
RACINE, WI 53403		Form filed by More than One Reporting Person				

(City)	(State)	(Zip) Tak	ole I - N	on-	Derivative Sec	curitie	s Acqu	ired, Disposed o	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities a onor Disposed o (Instr. 3, 4 an	of (D)	red (A)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	02/05/2015		G <u>(1)</u>	V	428,969.6	D	\$0	2,942	D	
Common Stock	02/05/2015		G <u>(1)</u>	V	428,969.6	A	\$ 0	428,969.6	I	Grantor of trust (1)
Common Stock	02/05/2015		J(2)		556,430	D	\$0	45,440	I	As Trustee (3)
Common Stock								10,400	I	Beneficial Ownership
Common Stock								1,064.5336	I	401(k)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.		5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ctio	rNumber	Expiration D	ate	Amou	unt of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	e		Secur	rities	(Instr. 5)
	Derivative					Securities			(Instr.	. 3 and 4)	
	Security					Acquired					
	·					(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
							Excicisable	Date		of	
				Code	V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips						
	Director	10% Owner	Officer	Other			
BATTEN MICHAEL E							

TWIN DISC, INC.
1328 RACINE STREET
RACINE, WI 53403

X

Signatures

/s/ Michael E.

Batten 02/09/2015

**Signature of Person

**Batten Date

**Reporting Person

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) Reflects change in the form of beneficial ownership resulting from the transfer of directly-owned shares to grantor trust for which reporting person's son John H. Batten serves as trustee with investment control.
- (2) Reflects reporting person's resignation as trustee from various family trusts with immediate family members as beneficiaries.
- (3) Reflects shares held in family trust for the benefit of Louise Vernet Batten, an immediate family member.
- (4) Shares owned by grantor trust of spouse, Gloria S. Batten.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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