POHLMAN KEVIN M Form 4

April 02, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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if no longer

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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

may continue. See Instruction

1(b).

Common

Common

Stock

Stock

03/29/2019

(Print or Type Responses)

1. Name and Address of Reporting Person * POHLMAN KEVIN M			Symbol	ERSON (d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			Director _X_ Officer (give	title Othe				
822 7TH STREET, SUITE 740			03/29/2	•		below) below) President - Animal Health					
(Street)			4. If Am	endment, [Date Original	6. Individual or Joint/Group Filing(Check					
GREELEY		Filed(Mo	onth/Day/Ye	ar)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution	med n Date, if Day/Year)	3. Transacti Code (Instr. 8)	4. Securities Acquired (A oror Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			

Code V Amount

512

 $A^{(1)}$

(A)

(D)

A

Price

17.0765

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Following

Reported

(4)

401 (5)

Transaction(s)

(Instr. 3 and 4)

72,298 (2) (3)

or Indirect

(Instr. 4)

D

I

(Instr. 4)

By ESOP

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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)	Execution Date, if TransactionNumber Expiration			ite Underlying		Securities	8. F Der Sec (Ins	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Options (6)	\$ 22.48					07/01/2021	07/01/2028	Common Stock	13,345	
Employee Stock Options (7)	\$ 39.23					08/07/2020	08/07/2027	Common Stock	5,539	
Employee Stock Options (8)	\$ 47.51					07/01/2020	07/01/2027	Common Stock	13,935	

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

POHLMAN KEVIN M 822 7TH STREET, SUITE 740 GREELEY, CO 80631

President - Animal Health

Signatures

Les B. Korsh, by Power of 04/02/2019 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 acquired by Reporting Person pursuant to the Patterson Companies, Inc. Employee Stock Purchase Plan.
 - Includes 9,337 Restricted Stock Units ("RSUs") awarded on 9/21/2015, 7/1/2016, 7/1/2017, 8/7/2017 and 7/1/2018 to Reporting Person pursuant to the Patterson Companies, Inc. Amended & Restated 2015 Omnibus Incentive Plan ("Plan"). The RSUs vest contingent upon
- (2) continued employment as follows: 1,879 units in aggregate vest on 7/1/2019, 191 units vest on 8/7/2019, 313 units vest on 9/21/2019, 1,879 units in aggregate vest on 7/1/2020, 191 units vest on 8/7/2020, 314 units vest on 9/21/2020, 1,881 units in aggregate vest on 7/1/2021, 191 units vest on 8/7/2021, 1,417 units vest on 7/1/2022, 191 units vest on 8/7/2022 and 890 units vest on 7/1/2023.

Reporting Owners 2

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- (3) Includes 2,233 shares acquired pursuant to Reporting Person's participation in the Patterson Companies, Inc. Capital Accumulation Plan in the year 2017 and remain subject to the terms of such plan.
- Includes 56,255 RSUs awarded on 6/11/2018 to Reporting Person pursuant to a Restrictive Covenants, Severance and Change in Control

 Agreement between Patterson Companies, Inc. and the Reporting Person. Each RSU represents a right to receive one share of common stock upon vesting. The RSUs are issued under the Plan and will vest, contingent upon continued employment, 25% on 6/11/2019, 25% on 6/11/2020 and 50% on 6/11/2021.
- (5) Represents shares of common stock indirectly held by the Reporting Person's Employee Stock Ownership Plan (ESOP) account through March 29, 2019.
- (6) Stock options granted pursuant to the Plan on 7/1/2018.
- (7) Stock option granted pursuant to the Plan on 8/7/2017.
- (8) Stock option granted pursuant to the Plan on 7/1/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.