

BALCHEM CORP  
Form 3  
March 02, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Kuehner John Edward</p> <p>(Last) (First) (Middle)</p> <p>C/O BALCHEM CORPORATION,Â 52 SUNRISE PARK ROAD</p> <p>(Street)</p> <p>NEW HAMPTON,Â NYÂ 10958</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/21/2017</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BALCHEM CORP [BCPC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Vice President - Operations</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <u>(1)</u>	8,739	D	Â
Common Stock <u>(2)</u>	1,343	D	Â
Common Stock <u>(3)</u>	2,241	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	12/10/2009 <sup>(4)</sup>	12/10/2018	Common Stock	11,000	\$ 17.2	D	Â
Employee Stock Option (right to buy)	12/08/2010 <sup>(4)</sup>	12/08/2019	Common Stock	18,000	\$ 21.39	D	Â
Employee Stock Option (right to buy)	12/06/2011 <sup>(4)</sup>	12/06/2020	Common Stock	13,900	\$ 32.21	D	Â
Employee Stock Option (right to buy)	02/28/2013 <sup>(4)</sup>	02/28/2022	Common Stock	11,284	\$ 29.06	D	Â
Employee Stock Option (right to buy)	02/19/2014 <sup>(4)</sup>	02/19/2023	Common Stock	9,197	\$ 38.1	D	Â
Employee Stock Option (right to buy)	02/26/2015 <sup>(4)</sup>	02/26/2024	Common Stock	4,236	\$ 50.32	D	Â
Employee Stock Option (right to buy)	02/19/2016 <sup>(4)</sup>	02/19/2025	Common Stock	7,120	\$ 58.52	D	Â
Employee Stock Option (right to buy)	02/23/2016	02/23/2026	Common Stock	2,300	\$ 60.85	D	Â
Employee Stock Option (right to buy)	02/23/2017 <sup>(4)</sup>	02/23/2026	Common Stock	15,710	\$ 60.85	D	Â
Employee Stock Option (right to buy)	02/20/2018 <sup>(4)</sup>	02/20/2027	Common Stock	16,680	\$ 85.4	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kuehner John Edward C/O BALCHEM CORPORATION 52 SUNRISE PARK ROAD NEW HAMPTON, NY 10958	Â	Â	Â Vice President - Operations	Â

## Signatures

/s/ John Edward Kuehner, by Attorney in Fact, Matthew Houston

03/02/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Ownership consists of 3,867 shares held in Reporting Person's Company 401(k)/profit sharing plan account, and 4,872 shares held directly.

Ownership of restricted stock vests in Reporting Person 4 years following the grant date and is further subject to restrictions on transfer in accordance with the provisions of a Restricted Stock Grant Agreement between the Issuer and the Reporting Person, dated February 26, 2014.

(2) Ownership of restricted stock vests in Reporting Person 4 years following the grant date and is further subject to restrictions on transfer in accordance with the provisions of a Restricted Stock Grant Agreement between the Issuer and the Reporting Person, dated February 19, 2015.

(3) Options vest 20% year 1; 40% year 2; and 40% year 3

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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