

LEMAITRE VASCULAR INC

Form 4

August 31, 2016

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 *
Gebauer Peter R

2. Issuer Name and Ticker or Trading Symbol
LEMAITRE VASCULAR INC
[LMAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/29/2016

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President, International OP

C/O LEMAITRE VASCULAR, INC., 63 SECOND AVENUE

(Street)

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

BURLINGTON, MA 01803

(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 Ownership (Instr. 4)
				Code	V Amount or Price			
Common Stock	08/29/2016		M		A \$ 7.1	31,283	D	
Common Stock	08/29/2016		M		A \$ 6.23	37,218	D	
Common Stock	08/29/2016		M		A \$ 6.8	43,441	D	
Common Stock	08/29/2016		M		A \$ 7.87	49,772	D	
Common Stock	08/29/2016		M		A \$ 11.43	52,189	D	

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Common Stock	08/29/2016	S	26,815	D	\$ 17.7797 (2)	25,374	D
Common Stock	08/30/2016	M	3,431 (1)	A	\$ 11.43	28,805	D
Common Stock	08/30/2016	S	3,431	D	\$ 18.2	25,374	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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 7.1	08/29/2016		M	5,909	07/26/2011 ⁽³⁾ 07/26/2018	Common Stock 5,909
Stock Option (Right to Buy)	\$ 6.23	08/29/2016		M	5,935	07/25/2012 ⁽⁴⁾ 07/25/2019	Common Stock 5,935
Stock Option (Right to Buy)	\$ 6.8	08/29/2016		M	6,223	08/07/2013 ⁽⁴⁾ 08/07/2020	Common Stock 6,223
Stock Option (Right to Buy)	\$ 7.87	08/29/2016		M	6,331	07/24/2014 ⁽⁴⁾ 07/24/2021	Common Stock 6,331
Stock Option	\$ 11.43	08/29/2016		M	2,417	07/23/2015 ⁽⁴⁾ 07/23/2022	Common Stock 2,417

(Right to Buy)

Stock

Option (Right to Buy)

\$ 11.43

08/30/2016

M

3,431

07/23/2015⁽⁴⁾

07/23/2022

Common Stock

3,431

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gebauer Peter R C/O LEMAITRE VASCULAR, INC. 63 SECOND AVENUE BURLINGTON, MA 01803			President, International OP	

Signatures

/s/ Laurie Churchill,
Attorney-in-fact

08/31/2016

__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) Represents shares acquired upon exercise of options by the Reporting Person, as reported in Table II.
The price reported in Column 4 is a weighted average price. The transaction was executed in multiple trades ranging from \$17.50 to
- (2) \$18.36. The reporting person undertakes to provide to the issuer, any securityholder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and price at which the transaction was effected.
- (3) This option is fully vested and exercisable.
- (4) This option is exercisable and vests over a five-year period at a rate of 20% on the first anniversary of the date listed in the table, and the balance vesting in equal annual installments over the remaining four years.

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.