MISIAK DAVID G Form 4

January 03, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

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January 31, 2005

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See Instruction

Check this box

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).

Stock

(Print or Type Responses)

1 Name and Address of Departing De

1. Name and Address of Reporting Person * MISIAK DAVID G			2. Issuer Name and Ticker or Trading Symbol PATTERSON COMPANIES, INC. [PDCO]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1031 MENI	(N			Earliest Tr ay/Year) 017	ansaction			Director 10% OwnerX Officer (give title Other (specify below) President, Patterson Dental			
Filed(M				Amendment, Date Original (Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting			
ST. PAUL,								Person		F *******	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med n Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/31/2017			A(1)	710	A	\$ 27.1	13,162 (2) (3) (4)	D		
Common Stock	01/02/2018			F(5)	300	D	\$ 37.88	12,862 (3) (4) (6)	D		
Common								15 058 (7)	ī	By ESOP	

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

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15,058 (7)

By ESOP

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number.

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. 5. TransactionNumber Code of (Instr. 8) Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		\$	te	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
Employee Stock Option (8)	\$ 47.51					07/01/2020	07/01/2027	Common Stock	13,935
Employee Stock Option (9)	\$ 56.66					(10)	07/01/2025	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MISIAK DAVID G 1031 MENDOTA HEIGHTS ROAD ST. PAUL, MN 55120

President, Patterson Dental

Der Sec

Signatures

Les B. Korsh, by Power of Attorney 01/03/2017

**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. Capital Accumulation Plan.
- (2) Includes 1,426 shares acquired pursuant to Reporting Person's participation in the Patterson Companies, Inc. Capital Accumulation Plan in the years 2015 and 2016 and remain subject to the terms of such Plan.
- Includes 3,463 shares of restricted stock awarded in the years 2013 through 2015 to Reporting Person, which vest, contingent upon continued employment as follows: 660 shares vest on 4/29/2018, 1,148 shares vest on 7/1/2018, 1,147 shares on 7/1/2019 and 508 shares vest on 7/1/2020.

Reporting Owners 2

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- Includes 5,378 Restricted Stock Units ("RSUs") awarded on 7/1/2016, 11/1/2016 and 7/1/2017 to Reporting Person pursuant to the

 Patterson Companies, Inc. 2015 Omnibus Incentive Plan. Each RSU represents a right, contingent upon continued employment, to receive one share of common stock. The RSUs vest in 5 equal annual installments commencing on the one year anniversary of the date of grant and each anniversary thereafter.
- (5) Shares withheld for taxes incurred upon the lapse of restrictions on restricted stock issued in the year 2015 pursuant to the Patterson Companies, Inc. Capital Accumulation Plan.
- (6) Includes 1,367 shares acquired pursuant to Reporting Person's participation in the Patterson Companies, Inc. Capital Accumulation Plan in the years 2016 and 2017 and remain subject to the terms of such Plan.
- (7) Represents shares of common stock indirectly held by the Reporting Person's Employee Stock Ownership Plan (ESOP) account through January 2, 2018.
- (8) Stock option granted pursuant to the Patterson Companies, Inc. 2015 Omnibus Incentive Plan on 7/1/2017.
- (9) Stock option granted pursuant to the Patterson Companies, Inc. 2012 Equity Incentive Plan on 7/1/2015.
- (10) Options are exercisable as follows: 25% on 7/1/2018, 25% on 7/1/2019 and 50% on 7/1/2020.

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.