

WRIGHT MEDICAL GROUP INC  
Form 4  
October 05, 2015

**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 \*  
STEVENS DAVID D

2. Issuer Name and Ticker or Trading Symbol  
WRIGHT MEDICAL GROUP INC  
[WMGI]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
1023 CHERRY ROAD  
(Street)  
MEMPHIS, TN 38117  
(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
10/01/2015  
4. If Amendment, Date Original Filed(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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	(D)	Price
Common Stock	10/01/2015		D		64,959	D	0

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

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SEC 1474 (9-02)

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

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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)	8. Amount or Number of Shares		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Outside Director Stock Option (Right to Buy)	\$ 21.95	10/01/2015		D		12,500		<u>(2)</u>	05/11/2016	Common Stock	12,500
Outside Director Stock Option (Right to Buy)	\$ 24.08	10/01/2015		D		12,500		<u>(2)</u>	05/17/2017	Common Stock	12,500
Outside Director Stock Option (Right to Buy)	\$ 29.19	10/01/2015		D		10,000		<u>(2)</u>	05/14/2018	Common Stock	10,000
Outside Director Stock Option (Right to Buy)	\$ 15.47	10/01/2015		D		10,000		<u>(2)</u>	05/13/2019	Common Stock	10,000
Outside Director Stock Option (Right to Buy)	\$ 18.37	10/01/2015		D		10,000		<u>(2)</u>	05/13/2020	Common Stock	10,000
Outside Director Stock Option (Right to Buy)	\$ 24.66	10/01/2015		D		10,000		<u>(2)</u>	05/14/2023	Common Stock	10,000
	\$ 29.95	10/01/2015		D		10,000		<u>(2)</u>	05/13/2024		10,000

Outside  
Director  
Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEVENS DAVID D 1023 CHERRY ROAD MEMPHIS, TN 38117	X			

## Signatures

/s/ Marija S. Nelson,  
Attorney-in-fact

10/05/2015

\_\_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).

- Disposed of pursuant to the Agreement and Plan of Merger by and among the issuer, Tornier N.V., Trooper Holdings Inc., and Trooper
- (1) Merger Sub Inc., which became effective on October 1, 2015, in exchange for 66,966 Wright Medical Group N.V. ("Wright N.V.") ordinary shares having a market value of \$20.39 per share at the effective time of the merger.
  - (2) The outside director stock option vests in equal annual installments over a period of four years after the grant date.
  - (3) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 12,886 Wright N.V. at a price of \$21.30 per share.
  - (4) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 12,886 Wright N.V. at a price of \$23.36 per share.
  - (5) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$28.32 per share.
  - (6) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$15.01 per share.
  - (7) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$17.82 per share.
  - (8) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$23.93 per share.
  - (9) This option was assumed by Wright N.V. in the merger and replaced with an option to purchase 10,309 Wright N.V. at a price of \$29.06 per share.

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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