

Tornier N.V.
Form 4
June 05, 2013

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 *
Mowry David H

(Last) (First) (Middle)

10801 NESBITT AVENUE S.

(Street)

BLOOMINGTON, MN 55437

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Tornier N.V. [TRNX]

3. Date of Earliest Transaction
(Month/Day/Year)
06/03/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

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
Ordinary Shares, par value EUR 0.03 per share	06/03/2013		S ⁽¹⁾		1,038	D	\$ 15.8
					34,817		⁽²⁾
Ordinary Shares, par value EUR 0.03 per share	06/03/2013		S ⁽¹⁾		117	D	\$ 15.81
					34,700		⁽²⁾
Ordinary Shares,	06/03/2013		S ⁽¹⁾		200	D	\$ 15.83
					34,500		⁽²⁾

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par value
EUR 0.03
per share

Ordinary
Shares,

par value	06/03/2013	S ⁽¹⁾	300	D	\$ 15.85	34,200 ⁽²⁾	D
EUR 0.03							
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	500	D	\$ 15.9	33,700 ⁽²⁾	D
EUR 0.03							
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	100	D	\$	33,600 ⁽²⁾	D
EUR 0.03					15.9048		
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	200	D	\$ 15.91	33,400 ⁽²⁾	D
EUR 0.03							
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	12	D	\$	33,388 ⁽²⁾	D
EUR 0.03					15.9243		
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	18	D	\$	33,370 ⁽²⁾	D
EUR 0.03					15.9246		
per share							

Ordinary
Shares,

par value	06/04/2013	S ⁽¹⁾	100	D	\$ 15.93	33,270 ⁽²⁾	D
EUR 0.03							
per share							

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mowry David H 10801 NESBITT AVENUE S. BLOOMINGTON, MN 55437			President and CEO	

Signatures

/s/ Kevin M. Klemz, attorney-in-fact
 06/05/2013
 **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) These shares were sold under a pre-arranged sales instruction pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, to cover the estimated tax withholding obligations in connection with the vesting of restricted stock units.
- (2) Includes 25,745 shares that will be issued over time upon vesting pursuant to restricted stock units granted under the Tornier N.V. 2010 Incentive Plan, as amended.

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.