

Wright Medical Group N.V.
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 *
Griffin William L. Jr

2. Issuer Name and Ticker or Trading Symbol
Wright Medical Group N.V.
[WMGI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1023 CHERRY ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/01/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP GM BioMimetic Therapeutics

MEMPHIS, TN 38117

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

(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)	
				(A) or (D)	Price			
				Code	V	Amount	(D)	Price
Ordinary Shares, par value EUR 0.03 per share	10/01/2015		A	71,126	A	€	71,126	D

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

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SEC 1474 (9-02)

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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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 28.99	10/01/2015		A	103,090		10/01/2015	07/22/2018	Ordinary Shares	103,090
Stock Option (Right to Buy)	\$ 15.01	10/01/2015		A	12,175		10/01/2015	05/13/2019	Ordinary Shares	12,175
Stock Option (Right to Buy)	\$ 17.82	10/01/2015		A	10,191		10/01/2015	05/13/2020	Ordinary Shares	10,191
Stock Option (Right to Buy)	\$ 15.04	10/01/2015		A	13,252		10/01/2015	05/11/2021	Ordinary Shares	13,252
Stock Option (Right to Buy)	\$ 17.7	10/01/2015		A	2,036		10/01/2015	04/16/2022	Ordinary Shares	2,036
Stock Option (Right to Buy)	\$ 20.75	10/01/2015		A	20,687		10/01/2015	05/09/2022	Ordinary Shares	20,687
Stock Option (Right to Buy)	\$ 23.93	10/01/2015		A	20,564		10/01/2015	05/14/2023	Ordinary Shares	20,564
Stock Option (Right to Buy)	\$ 29.06	10/01/2015		A	18,137		10/01/2015	05/13/2024	Ordinary Shares	18,137

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Griffin William L. Jr 1023 CHERRY ROAD MEMPHIS, TN 38117			SVP GM BioMimetic Therapeutics	

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).
- (1) Received in exchange for 68,995 common shares of Wright Medical Group, Inc. ("Wright") pursuant to the Agreement and Plan of Merger by and among the issuer, Tornier N.V. ("TRNX"), Trooper Holdings Inc., and Trooper Merger Sub Inc., which became effective on October 1, 2015, (the "Merger"). On the date prior to the effective time of the Merger, the closing price of Wright's common shares was \$21.02 per share and the closing price of TRNX's ordinary shares was \$20.39 per share.
 - (2) Received in the merger in exchange for an employee stock option to acquire 100,000 Wright shares for \$29.88 per share.
 - (3) Received in the merger in exchange for an employee stock option to acquire 11,811 Wright shares for \$15.47 per share.
 - (4) Received in the merger in exchange for an employee stock option to acquire 9,886 Wright shares for \$18.37 per share.
 - (5) Received in the merger in exchange for an employee stock option to acquire 12,855 Wright shares for \$15.50 per share.
 - (6) Received in the merger in exchange for an employee stock option to acquire 1,975 Wright shares for \$18.24 per share.
 - (7) Received in the merger in exchange for an employee stock option to acquire 20,067 Wright shares for \$21.39 per share.
 - (8) Received in the merger in exchange for an employee stock option to acquire 19,948 Wright shares for \$24.66 per share.
 - (9) Received in the merger in exchange for an employee stock option to acquire 17,594 Wright shares for \$29.95 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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