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MAXWELL TECHNOLOGIES INC

Form 4

November 04, 2016

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Fink Franz

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

MAXWELL TECHNOLOGIES INC

[MXWL]

(Check all applicable)

(Last) (First) 3. Date of Earliest Transaction (Month/Day/Year)

X_ Officer (give title below)

10% Owner Other (specify below)

3888 CALLE FORTUNADA

(Street)

(State)

11/02/2016

Chief Executive Officer 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line)

X Director

Filed(Month/Day/Year)

X 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

SAN DIEGO, CA 92123

(City)

Stock

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

Reported Transaction(s)

(A) (Instr. 3 and 4) (D) Price

\$0

(1)

Amount Common 11/02/2016 M 15.254

(Month/Day/Year)

(Middle)

(Zip)

218,044

D

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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. D Se (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (1)	11/02/2016		M	15,254	(2)	(2)	Common Stock	15,254	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Toporous o mar round / radicoss	Director	10% Owner	Officer	Other			
Fink Franz 3888 CALLE FORTUNADA SAN DIEGO, CA 92123	X		Chief Executive Officer				

Signatures

Sabrina Randolph, by Power of Attorney 11/04/2016

**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) These units do not carry a conversion price.
 - This award represents restricted stock units with vesting subject to the achievement of Company performance targets. 33% of the award vested upon achievement of the first performance condition on November 2, 2016. The vesting of the remaining 67% of the award is
- (2) subject to the achievement of a performance condition by December 31, 2019. Depending on the level of performance actually achieved, the number of shares that may vest under this grant will vary. The amount included in the table above represents the maximum number of shares that could vest under the grant.
- (3) These units were received as a grant or award for no consideration.

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.

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