Mellanox Technologies, Ltd. Form 4

March 14, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31, Expires:

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OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

may continue.

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 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * Johnson Amal M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Mellanox Technologies, Ltd.

[MLNX]

(First) (Middle)

(Zip)

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

_X__ Director 10% Owner Other (specify Officer (give title

03/10/2017

350 OAKMEAD

(Last)

(City)

PARKWAY, SUITE 100

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SUNNYVALE, CA 94085

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Na Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect Indire	ect ficial
Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect	ficial
(Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Benef	rchin
(Month/Day/Year) (Instr. 8) Owned Indirect (I) Owned	лыпр
Following (Instr. 4) (Instr.	. 4)
Reported	
(A) Transaction(s)	
or (Instr. 3 and 4)	
Code V Amount (D) Price (Amount 1)	
Ordinary 03/10/2017 M 2,857 A \$ 36,857 (2) D	
Shares $03/10/2017$ M (1) A 15.56 $36,857 (2)$ D	
_	
Ordinary 02/10/2017 2,857 D \$50 24 000 (2) D	
Shares 03/10/2017 S 2,657 D \$ 50 34,000 (2) 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)

8. F Der Sec (Ins

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. Number Transaction Derivate Code Securities (Instr. 8) Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)		of	6. Date Exer Expiration D (Month/Day/	ate	7. Title and of Underlyin Securities (Instr. 3 and	ng
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right To Buy)	\$ 15.56	03/10/2017		M	2,8	357	(3)	05/19/2018	Ordinary Shares	2,857

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
Johnson Amal M 350 OAKMEAD PARKWAY SUITE 100 SUNNYVALE, CA 94085	X						

Signatures

/s/ Amal Johnson by Cheryl Ganapol,
Power-of-Attorney

03/14/2017

**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) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Includes 750 unvested Restricted Share Units (RSU's). Upon vesting thereof, the Reporting Person is entitled to receive one (1) Ordinary Share for each one (1) RSU.
- (3) The shares exercised pursuant to this option are fully vested and exerciseable.

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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