

MULTI COLOR Corp
Form 4
August 12, 2016

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 *
Birkett Sharon E.

(Last) (First) (Middle)
4053 CLOUGH WOODS DR
(Street)

BATAVIA, OH 45103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MULTI COLOR Corp [LABL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/10/2016

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)
Chief Financial Officer

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)
				(A) or (D)	Price		
Common Stock	08/10/2016		M	2,500	A \$ 21.62	4,061	D
Common Stock	08/10/2016		M	2,500	A \$ 11.42	6,561	D
Common Stock	08/10/2016		S	5,000	D \$ 68.4	1,561	D
Common Stock						3,724	I By 401(k) plan

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

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(9-02)

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)	Amount or Number of Shares
Options to purchase	\$ 21.62	08/10/2016		M	2,500	02/28/2009 ⁽¹⁾ 02/28/2018	Common Stock	2,500
Options to purchase	\$ 11.42	08/10/2016		M	2,500	05/06/2010 ⁽³⁾ 05/06/2019	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Birkett Sharon E. 4053 CLOUGH WOODS DR BATAVIA, OH 45103			Chief Financial Officer	

Signatures

/s/ Sharon E. Birkett by Jocelyn F. Manning,
Attorney-in-Fact

08/12/2016

**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) 500 options became exercisable on each of 2/28/2009, 2/28/2010, 2/28/2011, 2/29/2012 and 2/28/2013.
- (2) Granted pursuant to the 2003 Stock Incentive Plan of Multi-Color Corporation.
- (3) 500 options became exercisable on each of 5/6/2010, 5/6/2011, 5/6/2012, 5/6/2013 and 5/6/2014.

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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