

BALCHEM CORP
Form 3
March 02, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Å Kuehner John Edward</p> <p>(Last) (First) (Middle)</p> <p>C/O BALCHEM CORPORATION, Å 52 SUNRISE PARK ROAD</p> <p>(Street)</p> <p>NEW HAMPTON, Å NY Å 10958</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/21/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BALCHEM CORP [BCPC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President - Operations</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|---|---|---|
| Common Stock <u>(1)</u> | 8,739 | D | Å |
| Common Stock <u>(2)</u> | 1,343 | D | Å |
| Common Stock <u>(3)</u> | 2,241 | D | Å |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option (right to buy) | 12/10/2009 ⁽⁴⁾ | 12/10/2018 | Common Stock | 11,000 | \$ 17.2 | D | Â |
| Employee Stock Option (right to buy) | 12/08/2010 ⁽⁴⁾ | 12/08/2019 | Common Stock | 18,000 | \$ 21.39 | D | Â |
| Employee Stock Option (right to buy) | 12/06/2011 ⁽⁴⁾ | 12/06/2020 | Common Stock | 13,900 | \$ 32.21 | D | Â |
| Employee Stock Option (right to buy) | 02/28/2013 ⁽⁴⁾ | 02/28/2022 | Common Stock | 11,284 | \$ 29.06 | D | Â |
| Employee Stock Option (right to buy) | 02/19/2014 ⁽⁴⁾ | 02/19/2023 | Common Stock | 9,197 | \$ 38.1 | D | Â |
| Employee Stock Option (right to buy) | 02/26/2015 ⁽⁴⁾ | 02/26/2024 | Common Stock | 4,236 | \$ 50.32 | D | Â |
| Employee Stock Option (right to buy) | 02/19/2016 ⁽⁴⁾ | 02/19/2025 | Common Stock | 7,120 | \$ 58.52 | D | Â |
| Employee Stock Option (right to buy) | 02/23/2016 | 02/23/2026 | Common Stock | 2,300 | \$ 60.85 | D | Â |
| Employee Stock Option (right to buy) | 02/23/2017 ⁽⁴⁾ | 02/23/2026 | Common Stock | 15,710 | \$ 60.85 | D | Â |
| Employee Stock Option (right to buy) | 02/20/2018 ⁽⁴⁾ | 02/20/2027 | Common Stock | 16,680 | \$ 85.4 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kuehner John Edward C/O BALCHEM CORPORATION 52 SUNRISE PARK ROAD NEW HAMPTON, NY 10958 | Â | Â | Â Vice President - Operations | Â |

Signatures

/s/ John Edward Kuehner, by Attorney in Fact, Matthew Houston

03/02/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Ownership consists of 3,867 shares held in Reporting Person's Company 401(k)/profit sharing plan account, and 4,872 shares held directly.

Ownership of restricted stock vests in Reporting Person 4 years following the grant date and is further subject to restrictions on transfer in accordance with the provisions of a Restricted Stock Grant Agreement between the Issuer and the Reporting Person, dated February 26, 2014.

(3) Ownership of restricted stock vests in Reporting Person 4 years following the grant date and is further subject to restrictions on transfer in accordance with the provisions of a Restricted Stock Grant Agreement between the Issuer and the Reporting Person, dated February 19, 2015.

(4) Options vest 20% year 1; 40% year 2; and 40% year 3

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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