

CARSON VINCENT D

Form 4

June 06, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**CARSON VINCENT D**

(Last) (First) (Middle)

1 HELEN OF TROY PLAZA

(Street)

EL PASO, TX 79912

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

HELEN OF TROY LTD [HELE]

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

06/04/2018

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 Legal Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_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**

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)
Common Stock, Par Value \$0.10 per share	06/04/2018		M	5,000 A \$ 18.8	10,325	D	
Common Stock, Par Value \$0.10 per share	06/04/2018		M	7,194 A \$ 32.9	17,519	D	
Common Stock, Par	06/04/2018		M	4,747 A \$ 34.72	22,266	D	

Value  
\$0.10 per  
share

Common  
Stock, Par

Value 06/04/2018 M 3,045 A \$ 36.03 25,311 D  
\$0.10 per  
share

Common  
Stock, Par

Value 06/04/2018 M 294 A \$ 64.19 25,605 D  
\$0.10 per  
share

Common  
Stock, Par

Value 06/04/2018 F 6,850 D \$ 91.15 18,755 D  
\$0.10 per  
share

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 18.8	06/04/2018		M	5,000	05/15/2010	05/15/2019	Common Stock	5,000
Employee Stock Option	\$ 32.9	06/04/2018		M	7,194	05/17/2012	05/17/2021	Common Stock	7,194

(Right to  
Buy)

Employee  
Stock

Option	\$ 34.72	06/04/2018	M	4,747	05/01/2013	05/01/2022	Common Stock	4,747
--------	----------	------------	---	-------	------------	------------	-----------------	-------

(Right to  
Buy)

Employee  
Stock

Option	\$ 36.03	06/04/2018	M	3,045	05/05/2014	05/06/2023	Common Stock	3,045
--------	----------	------------	---	-------	------------	------------	-----------------	-------

(Right to  
Buy)

Employee  
Stock

Option	\$ 64.19	06/04/2018	M	294	05/02/2015	05/02/2024	Common Stock	294
--------	----------	------------	---	-----	------------	------------	-----------------	-----

(Right to  
Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
CARSON VINCENT D 1 HELEN OF TROY PLAZA EL PASO, TX 79912	Chief Legal Officer

## Signatures

Vincent D.  
Carson

06/06/2018

\_\_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).

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.