

PATTERSON COMPANIES, INC.
 Form 4
 July 06, 2015

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 *
GUGINO ANN B

2. Issuer Name and Ticker or Trading Symbol
**PATTERSON COMPANIES, INC.
 [PDCO]**

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
1031 MENDOTA HEIGHTS ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President & CFO

ST PAUL, MN 55120
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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)
				Code V Amount (A) or (D) Price			
Common Stock	07/01/2015		F ⁽¹⁾	742 D \$ 49.27	35,211	D	
Common Stock	07/01/2015		A ⁽²⁾	84 A \$ 0	35,295	D	
Common Stock	07/01/2015		A ⁽³⁾	3,044 A \$ 49.27	38,339	D	

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

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number.

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
Employee Stock Options	\$ 49.27	07/01/2014		A ⁽⁴⁾	12,809	07/01/2018	07/01/2025	Common Stock	12,809
Employee Stock Options	\$ 56.66	07/01/2014		A ⁽⁴⁾	100,000	⁽⁵⁾	07/01/2025	Common Stock	100,000
Employee Stock Options	<u>(6)</u>					07/01/2017	07/01/2024	Common Stock	7,400

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GUGINO ANN B
1031 MENDOTA HEIGHTS ROAD
ST PAUL, MN 55120

Vice President & CFO

Signatures

Les B. Korsh, by Power of Attorney

07/06/2015

**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) Shares withheld for taxes incurred upon lapse of restrictions on restricted stock issued pursuant to the Patterson Companies, Inc. Equity Incentive Plan.
 - (2) After forfeited shares were calculated, Reporting Person was allocated additional shares pursuant to the Patterson Companies, Inc. Employee Stock Ownership Plan.
 - (3) Shares of restricted stock granted pursuant to the Patterson Companies, Inc. Equity Incentive Plan.
 - (4) Stock options granted pursuant to the Patterson Companies, Inc. Equity Incentive Plan.

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(5) Options are exercisable as follows: 25% on 7/1/2018, 25% on 7/1/2019 and 50% on 7/2/2020.

(6) Options granted as follows: 7,400 on 7/1/2014 at \$39.64.

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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