

Griffin Patrick J
Form 4
February 28, 2019

FORM 4

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

OMB APPROVAL

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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 *
Griffin Patrick J

2. Issuer Name and Ticker or Trading Symbol
ESCALADE INC [ESCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

Director 10% Owner
 Officer (give title below) Other (specify below)

817 MAXWELL AVENUE

02/26/2019

Vice President

(Street)

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

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

EVANSVILLE, IN 47711

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		
Common Stock	02/26/2019		M	567 A	1 517,567.229	D	
Common Stock	02/27/2019		M	317 A	1 517,884.229	D	
Common Stock					1,278,465 (5)	I	Family Limited Partnership

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)

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)	8. Price of Derivative Security (Instr. 5)
Restricted Stock Units	(1) (2)	02/26/2019		M	567	(3) (3)	Common Stock	567 \$ 0
Restricted Stock Units	(1) (2)	02/27/2019		M	317	(4) (4)	Common Stock	317 \$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Griffin Patrick J 817 MAXWELL AVENUE EVANSVILLE, IN 47711	X	X	Vice President	

Signatures

/s/Patrick J. Griffin 02/28/2019

**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) Restricted Stock Units (RSUs) converted into common stock on a one-for-one basis.
- (2) Each RSU represents a right to receive one share of ESCA common stock granted pursuant to the Escalade, Incorporated 2007 Incentive Plan ("Escalade 2007 Plan"). All RSUs settle in shares of ESCA common stock.
- (3) On February 26, 2016, Mr. Griffin was granted 1,700 RSUs pursuant to the Escalade 2007 Plan. 566 RSUs vested and settled on June 26, 2018, as previously reported. On February 26, 2019, 567 RSUs vested and settled, as reported on this Form 4. The remaining 567 RSUs

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will vest and settle on February 26, 2020 provided that Mr. Griffin remains employed by Escalade. Vesting for all 1,700 RSUs also was subject to ESCA common stock achieving certain market performance tests established by Escalade's Compensation Committee, which tests have been satisfied.

- (4) On February 27, 2015, Mr. Griffin was granted 950 RSUs pursuant to the Escalade 2007 Plan. 316 RSUs vested and settled on February 27, 2017 and another 317 RSUs vested and settled on February 27, 2018, as previously reported. On February 27, 2019, the remaining 317 RSUs vested and settled, as reported on this Form 4. Vesting for all 950 RSUs also was subject to ESCA common stock achieving certain market performance tests established by Escalade's Compensation Committee, which tests have been satisfied.

- (5) Mr. Griffin disclaims beneficial ownership in shares held by the family limited partnership except to the extent of his pecuniary interest therein. All shares held by the family limited partnership are also deemed to be beneficially owned by Mr. Robert E. Griffin, his father, which shares are also included by Mr. Robert E. Griffin in his Section 16 reports.

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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