

Pell Richard
Form 4
September 29, 2009

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pell Richard

(Last) (First) (Middle)

C/O ARTIO GLOBAL INVESTORS
INC., 330 MADISON AVENUE

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

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

Artio Global Investors Inc. [ART]

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

09/29/2009

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)

Chairman, CEO & CIO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A common stock	09/29/2009		M ⁽¹⁾		1,200,000	A	<u>11</u>
					1,200,000	D	
Class A common stock	09/29/2009		D ⁽²⁾		1,200,000	D	\$ 24.596
					0		

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

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information contained in this form are not
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(9-02)

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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 Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount of Underlying Shares
Class B common stock	(3) (4)	09/29/2009		A	3,119,994	(3)(4)	(3)(4)	Class A common stock	3,119,994
New Class A Units	(3) (4)	09/29/2009		A	3,119,994	(3)(4)	(3)(4)	Class A common stock	3,119,994
Class B common stock	(3) (4)	09/29/2009		A	5,880,006	(3)(4)	(3)(4)	Class A common stock	5,880,006
Class B common stock	(1)	09/29/2009		M	1,200,000	(1)	(1)	Class A common stock	1,200,000
New Class A Units	(3) (4)	09/29/2009		A	5,880,006	(3)(4)	(3)(4)	Class A common stock	5,880,006
New Class A Units	(1)	09/29/2009		M	1,200,000	(1)	(1)	Class A common stock	1,200,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pell Richard C/O ARTIO GLOBAL INVESTORS INC. 330 MADISON AVENUE NEW YORK, NY 10017	X Chairman, CEO & CIO

Signatures

/s/ Richard Pell 09/29/2009

**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).

- Under the Exchange Agreement (see defined below), Mr. Pell exchanged 1,200,000 of his New Class A Units (see defined below) for 1,200,000 shares of Class A common stock on September 29, 2009 (the "Initial Exchange"). In connection with the consummation of the
- (1) Initial Exchange, on September 29, 2009, Mr. Pell transferred 1,200,000 New Class A Units and 1,200,000 shares of Class B common stock to the Issuer in exchange for 1,200,000 shares of the Issuer's Class A common stock.
 - (2) On September 29, 2009, the Issuer repurchased 1,200,000 shares of its Class A common stock from Mr. Pell.

In addition to the Initial Exchange, pursuant to the Exchange Agreement, Mr. Pell will be permitted to exchange additional New Class A Units at any time. Any Exchange (see defined below) will generally be a taxable event for Mr. Pell. As a result, at any time following the expiration of the underwriters' lock-up (180 days after September 23, 2009, subject to extension), Mr. Pell will be permitted to sell shares of Class A common stock in connection with any Exchange in an amount necessary to generate proceeds (after deducting discounts and commissions) sufficient to cover the taxes payable on such Exchange (the amount of shares permitted to be sold determined based upon the stock price on the date of Exchange, whether or not such shares are sold then or thereafter).
 - (3) In addition, Mr. Pell will be permitted to sell up to 20% of the remaining shares of Class A common stock that he owns (calculated assuming all New Class A Units have been Exchanged by him) on or after the first anniversary of September 23, 2009, and an additional 20% of such remaining shares of Class A common stock on or after each of the next four anniversaries.
 - (4)
 - (5) Held by the Richard Pell Family Trust, a grantor retained annuity trust for which Mr. Pell serves as settlor and trustee.

Remarks:

The Issuer entered into an exchange agreement (the "Exchange Agreement") with Mr. Pell on September 29, 2009. Pursuant to Exchange Agreement, Mr. Pell (and certain of his permitted transferees, including the Richard Pell Family Trust) are permitted to exchange their new class A units (the "New Class A Units") in Artio Global Holdings LLC for shares of the Issuer's Class A common stock on a one-for-one basis (each such exchange, an "Exchange"), subject to customary conversion rate adjustments for stock splits, stock dividends and reclassifications and other similar transactions. The New Class A Units represent membership interests in Artio Global Holdings LLC, a subsidiary of the Issuer. In connection with each Exchange, Mr. Pell must deliver to the Issuer, for cancellation, a number of shares of Class B common stock equal to the number of New Class A Units being Exchanged.

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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