## Edgar Filing: GARRISON JOHN L JR - Form 4

GARRISON Form 4	JOHN L JR										
March 14, 20	)19										
FORM	14									PPROVAL	
	UNITED	STATES		ITIES A hington,			IGE (	COMMISSION	OMB Number:	3235-0287	
Check thi if no long	or								Expires:	January 31, 2005	
subject to Section 16. Form 4 or			F CHAN	GES IN I SECUR		CIAI	<b>. OW</b>	NERSHIP OF	Estimated a burden hou response	average rs per	
Form 5 obligation may conti <i>See</i> Instru 1(b).	inue. Section 17(	a) of the		ility Hold	ing Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40			
(Print or Type R	Responses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol TEREX CORP [TEX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I	Middle)	3. Date of	Earliest Tra	ansaction			(Chec	k all applicable	;)	
C/O TEREX NYALA FA	CORPORATIC RM ROAD	ON, 200	(Month/Da 03/12/20	-				X Director X Officer (give below) CHAIR		o Owner er (specify EO	
	(Street)			ndment, Dat th/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0	One Reporting Pe	erson	
WESTPORT	Г, СТ 06880							Form filed by N Person	Nore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution		Code	on(A) or Dis (D)	sposed and 5 (A)	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock, par value \$.01	03/12/2019			А	62,370 (1)	A	\$0	681,141	D		
Common Stock, par value \$.01	03/12/2019			A	57,915 (2)	A	\$0	739,056	D		
Common Stock, par value \$.01	03/12/2019			А	57,915 ( <u>3)</u>	A	\$0	796,971	D		

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)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
Derivative				Securities			(Instr.	3 and 4)		Owne
Security				Acquired						Follo
•				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)DerivativeVersion	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion (Month/Day/Year) Execution Date, if any Code of Code of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion (Month/Day/Year) Execution Date, if or Exercise Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Conversion or Exercise Price of Of (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Expiration Date (Month/Day/Year) Date Expiration Date Date Expiration Date (Month/Day/Year) (Instr. 3, 4, and 5)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Number Code of (Instr. 8)Expiration Date (Month/Day/Year)Amou Under Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Date Expiration DateAmou Under Securities Acquired (Instr. 3) A, and 5)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code ofExpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 8)Derivative Security(Month/Day/Year)Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 3 and 4)DateExpiration Date (Month/Day/Year)Amount (Instr. 3) (Instr. 3, 4, and 5)Amount (Month/Day/Year)DateExpiration Date (DateExpiration Date (Instr. 3) DateAmount (Instr. 3) (Instr. 3)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Ode of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 5)Derivative Securities (Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (In

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GARRISON JOHN L JR C/O TEREX CORPORATION 200 NYALA FARM ROAD WESTPORT, CT 06880	Х		CHAIRMAN AND CEO					
Signatures								
/s/Scott J. Posner, by power of attorney		03/14/20	03/14/2019					
**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) Shares granted pursuant to one of the Company's long-term incentive plans with the award vesting as follows: 1/3 on March 12, 2020; 1/3 on March 12, 2021 and 1/3 on March 12, 2022.

Shares granted pursuant to one of the Company's long-term incentive plans with the award scheduled to vest in the first quarter of 2022 if the Company achieves a targeted percentile rank against a peer group of companies for three year annualized total shareholder return

(2) ("TSR") for the period January 1, 2019 - December 31, 2021. The number of shares in this grant are subject to adjustment, up or down, based upon attainment above or below the targeted percentile rank.

Shares granted pursuant to one of the Company's long-term incentive plans with the award scheduled to vest in the first quarter of 2022 if(3) the Company achieves a targeted return on invested capital ("ROIC") in each of 2019, 2020 and 2021. The number of shares in this grant are subject to adjustment, up or down, based upon attainment above or below the targeted ROIC.

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