Edgar Filing: Rainey John D - Form 4

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| Rainey John | D | | | | | | | |
|---|---|---|---|---|--|---|---|--|
| Form 4 April 18 201 | 2 | | | | | | | |
| April 18, 201 FORM Check thi if no long subject to Section 1 Form 4 or Form 5 | 4 UNITED S is box ger 5 6. r Filed pursu | Wa ENT OF CHAN | RITIES AND EXCHANGE COMMISSION shington, D.C. 20549 IGES IN BENEFICIAL OWNERSHIP OF SECURITIES 6(a) of the Securities Exchange Act of 1934, | | | OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5 | | |
| obligation may cont <i>See</i> Instru 1(b). (Print or Type F | inue. Inction | | Itility Holding Company A | • | | n | | |
| Rainey John D Symbol | | | er Name and Ticker or Trad | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (First) (Middle) 3. Date of (Month/D (Month/D 04/16/20 | | | | Director 10% Owner X Officer (give title Other (specify below) below) EVP and CFO | | | | |
| | | | endment, Date Original nth/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| CHICAGO, | IL 60666 | | | | Form filed by M Person | Iore than One Re | porting | |
| (City) | (State) (Z | Zip) Tab | le I - Non-Derivative Secu | urities Acq | uired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction(A) or Dispo Code (D) (Instr. 8) (Instr. 3, 4 au (A o Code V Amount (E | sed of nd 5) () r | 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) | |
| Common Stock | 04/16/2012 | | A $\frac{9,644}{(1)}$ A | \$ 22.3 | 23,732 | D | | |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transact Code (Instr. 8) | 5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ; | Date | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|--------------------------------------|--|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | 7 (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|-------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Rainey John D P.O. BOX 66100- HDQLD CHICAGO, IL 60666 | | | EVP and CFO | | | |
| Signatures | | | | | | |
| /s/ Jennifer L. Kraft for John D Rainey | | 04/18/2 | 2012 | | | |
| **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 will vest in three equal annual installments on February 2, 2013, February 2, 2014 and February 2, 2015.

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.