Dr Pepper Snapple Group, Inc.

Form 4

February 26, 2016

## FORM 4

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

**OMB** Number:

Issuer

Check this box if no longer subject to Section 16. Form 4 or

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Expires:

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

3235-0287

January 31,

2005

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

ELLEN MARTIN M

1. Name and Address of Reporting Person \*

			Dr Pepper Snapple Group, Inc. [DPS]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					Director 10% Owner X Officer (give title Other (specify			
5301 LEG	SACY DRIVE								below) below)  Executive Vice President & CFO		
	(Street)			_					6. Individual or Joint/Group Filing(Check		
PLANO,	·					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivativ	e Secu	ırities Acqui	ired, Disposed of	f, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	4. Securit oner Dispos (Instr. 3, 4	ed of		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	02/24/2016			A <u>(1)</u>	27,764	A	\$ 0	27,764	D		
Common Stock	02/24/2016			F(1)	10,078	D	\$ 0	17,686	D		
Common Stock	02/25/2016			S	15,686	D	\$ 93 (2)	2,000	D		
Common Stock	02/26/2016			M(3)	10,000	A	\$ 43.82	12,000	D		
Common Stock	02/26/2016			S	10,000	D	\$ 92.4983 (4)	2,000	D		

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Common Stock	02/26/2016	J <u>(5)</u>	2,000	D	\$ 0	0 (6)	D	
Common Stock	02/26/2016	<u>J(5)</u>	2,000	A	\$ 0	65,000	I	By Limited Partnership (6)

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.

SEC 1474

(9-02)

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. Transactio Code (Instr. 8)	CransactionDerivative Code Securities		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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 43.82	02/26/2016		M <u>(3)</u>	1	10,000	(3)	03/04/2023	Common Stock	10,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			

ELLEN MARTIN M 5301 LEGACY DRIVE PLANO, TX 75024

Executive Vice President & CFO

## **Signatures**

Wayne R. Lewis, attorney o2/26/2016 in fact

\*\*Signature of Reporting Person Date

Reporting Owners 2

### **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).
- These shares were issued to the Reporting Person as the result of the vesting of non-derivative performance stock units ("PSU"). The level of achievement of the performance targets set forth in the Issuer's PSU Plan and the number of shares to be issued was approved by the Compensation Committee of the Issuer on February 24, 2016. 10,078 shares were withheld by Issuer to satisfy tax withholding obligations in connection with the vesting of these PSUs.
  - The price represents the weighted average sale price of the securities disposed of. The range of prices for the transaction is \$92.86-\$93.15.
- (2) The reporting person shall provide upon request by the SEC, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) This option was granted pursuant to the Issuer's Omnibus Stock Incentive Plan of 2009 and vests in three equal annual installments on each anniversary date of the grant commencing on March 4, 2014.
  - The price represents the weighted average sale price of the securities disposed of. The range of prices for the transaction is \$91.94-\$92.88.
- (4) The reporting person shall provide upon request by the SEC, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (5) The reporting person directed that the 2,000 shares beneficially owned by reporting person be transferred to Martin Robin Partners, L.P., in which the reporting person has a pecuniary interest.
- (6) 65,000 shares are beneficially owned by Martin Robin Partners L.P., in which the reporting person has a pecuniary interest.

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.