

GREATBATCH, INC.
Form 8-K
January 13, 2010

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 8, 2010

GREATBATCH, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

1-16137

(Commission File Number)

16-1531026

(IRS Employer Identification No.)

10000 Wehrle Drive, Clarence, New York

(Address of Principal Executive Offices)

14031

(Zip Code)

Registrant's telephone number, including area code: **(716) 759-5600**

Not Applicable

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02(b) Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

John P. Wareham has notified the Registrant that, due to personal considerations, he will not stand for re-election at the Registrant's 2010 Annual Meeting of Stockholders. Mr. Wareham will complete his current term as a director of the Registrant, which continues until the 2010 Annual Meeting of Stockholders, currently scheduled to be held on May 18, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: January 13, 2010

GREATBATCH, INC.

By: /s/ Timothy G. McEvoy
 Timothy G. McEvoy
 Vice President, General Counsel & Secretary

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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 Common Stock 03/01/2016 S 1,384 D \$ 17.2 8,353 D ⁽¹⁾ Common
 Stock 03/16/2016 A 1,910 A \$ 0 10,263 D ⁽²⁾ Common Stock 15,430 I By 401(k) ⁽³⁾ Common Stock
 11,378 I BY ESOP ⁽³⁾ ⁽⁴⁾

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

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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. 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)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 17.28	03/18/2016	A		37,500		03/01/2017	03/16/2026	Common Stock	37,500
Stock Option (Right to Buy)	\$ 20.25						03/02/2008	03/02/2017	Common Stock	6,750
Stock Option (Right to Buy)	\$ 16.81						02/20/2009	02/20/2018	Common Stock	7,088
Stock Option (Right to Buy)	\$ 12.28						02/18/2010	02/18/2019	Common Stock	7,088
Stock Option (Right to Buy)	\$ 10.11						02/11/2011	02/11/2020	Common Stock	9,925
Stock Option (Right to Buy)	\$ 13.87						02/18/2012	02/18/2021	Common Stock	10,125
Stock Option (Right to Buy)	\$ 13.83						02/15/2013	02/15/2022	Common Stock	10,125
Stock Option (Right to Buy)	\$ 14.62						02/15/2014	02/15/2023	Common Stock	11,250
Stock Option (Right to Buy)	\$ 14.55						06/17/2014	06/17/2023	Common Stock	11,250
Stock Option	\$ 17.75						03/01/2015	03/19/2024	Common Stock	24,375
Stock Option	\$ 17.37						03/01/2016	03/18/2025	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IANTOSCA JOSEPH R 975 HOOPER AVENUE TOMS RIVER, NJ 08754				EVP, CAO, OceanFirst Bank

Signatures

/s/ Steven J. Tsimbinos, Power of Attorney 03/18/2016

__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) Sale of a portion of vesting restricted stock to pay associated taxes. Total includes unvested restricted stock.
- (2) Restricted shares awarded. Such shares vest in five equal annual installments beginning on March 1, 2017. Total includes other restricted shares that vest in the future.
- (3) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (4) Includes shares acquired from the OceanFirst Bank Matching Contribution Employee Stock Ownership Plan, which merged with the OceanFirst Employee Stock Ownership Plan effective December 31, 2015.
- (5) Options vest in five equal annual installments beginning on the date first exercisable.

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.