

DORRANCE BENNETT
Form 4
May 14, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DORRANCE BENNETT

2. Issuer Name **and** Ticker or Trading
Symbol
INSIGHT ENTERPRISES INC
[NSIT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

6820 SOUTH HARL AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2018

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

TEMPE, AZ 85283

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

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. 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	05/10/2018		M		1,034	A	\$ 0	44,421	I	By Trust
Common Stock	05/10/2018		M		2,394	A	\$ 0	46,815	I	By Trust
Common Stock	05/10/2018		M		2,537	A	\$ 0	49,352	I	By Trust

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
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SEC 1474
(9-02)

number.

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)		8. Pr Secu (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	05/10/2018		M		1,034		(2)	(2)	Common Stock	1,034	\$
Restricted Stock Units	(1)	05/10/2018		M		2,394		(3)	(3)	Common Stock	2,394	\$
Restricted Stock Units	(1)	05/10/2018		M		2,537		(4)	(4)	Common Stock	2,537	\$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DORRANCE BENNETT 6820 SOUTH HARL AVENUE TEMPE, AZ 85283	X

Signatures

Samuel C. Cowley, by Power of Attorney for Bennett
Dorrance

05/14/2018

**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) Each restricted stock unit represents a contingent right to receive one share of Common Stock of Insight Enterprises, Inc.

The restricted stock units were granted on May 19, 2015 with vesting to occur in three equal annual installments beginning May 19, 2016.

(2) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Dorrance's May 10, 2018 retirement.

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The restricted stock units were granted on May 18, 2016 with vesting to occur in three equal annual installments beginning May 18, 2017.

- (3) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Dorrance's May 10, 2018 retirement.

The restricted stock units were granted on May 15, 2017 with vesting to occur in three equal annual installments beginning May 15, 2018.

- (4) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Dorrance's May 10, 2018 retirement.

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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