

HARTMAN JAMES D

Form 4

November 07, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARTMAN JAMES D

2. Issuer Name **and** Ticker or Trading
Symbol

WSI INDUSTRIES, INC. [WSCI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

11/07/2018

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

(Street)

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

(City) (State) (Zip)

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. 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 Ownership (Instr. 4)
Common Stock	11/07/2018		D	(A) or (D) 1,000 (1) A	\$ 7 0	D	

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)**

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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. 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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right-to-Buy)	\$ 6.13	11/07/2018		D		2,000		<u>(2)</u>	12/18/2018	Common Stock	2,000
Stock Option (Right-to-Buy)	\$ 6.16	11/07/2018		D		2,000		<u>(2)</u>	12/18/2019	Common Stock	2,000
Stock Option (Right-to-Buy)	\$ 4.37	11/07/2018		D		2,000		<u>(2)</u>	12/21/2020	Common Stock	2,000
Stock Option (Right-to-Buy)	\$ 3	11/07/2018		D		2,000		<u>(2)</u>	12/22/2021	Common Stock	2,000
Stock Option (Right-to-Buy)	\$ 4.48	11/07/2018		D		2,000		<u>(2)</u>	12/20/2022	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARTMAN JAMES D			X	

Signatures

Suzette McNally, Attorney-in-Fact for James D.
Hartman 11/07/2018

____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) Disposed of as a result of the merger pursuant to previously announced Agreement and Plan of Merger, dated September 5, 2018, by and among Polaris Industries Inc., Iceman Merger Sub, Inc. and WSI Industries, Inc.

(2) Fully vested.

Pursuant to the agreement and plan of merger referred to above, each outstanding option was cancelled in exchange for a cash payment in
(3) an amount equal to the excess, if any, of \$7.00 over the share exercise price of such option multiplied by the number of shares of common stock subject to such option.

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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