Common Stock

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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**OMB APPROVAL** 

3235-0287 Estimated average burden hours per response: 0.5

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# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Kuyper Dirk				2. Issuer Name <b>and</b> Ticker or Trading Symbol  CONMED CORP [ CNMD ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>Ruyper Birk</u>										2	_	10% (						
(Last)	(First)	(Middle)			e of Earliest Transa /2019	ction (N	lonth/l	Day/Year)			Officer (give title below)		Other (specify below)					
C/O CONMED CORPORATION																		
525 FRENCH ROAD				4. If Ar	mendment, Date of	Origina	l Filed	(Month/Day/Y	'ear)	6. In Line	dividual or Joint/Grou	p Filing (Check A	pplicable					
(Street)												e Reporting Pers	on					
UTICA	NY	13502									Form filed by Mo Person	ore than One Rep	orting					
(City)	(State)	(Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date			2. Transacti Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (			5. Amount of Securities Beneficially Owned Following Reported	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 (Instr. 3 and 4)		Transaction(s)		(111301.44)											
Common Stock	ζ		08/02/2	019		M		5,396	A	\$41.06	10,396	D						

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

M

S

M

S

5,396

3,669

3,669

2.549

2.549

D

A

D

Α

D

\$91.1(1)

\$51.9

\$91.04(2)

\$69.03

\$91.17(3)

5,000

8,669

5,000

7,549

5,000

D

D

D

D

(c.g., pats, cans, 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) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		vative urities uired (A) bisposed D) (Instr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Options To Purchase Common Stock	\$79.94	08/01/2019		D			2,165 <sup>(4)</sup>	06/01/2020 <sup>(5)</sup>	06/03/2029	Common Stock	2,165	\$0	0	D	
Rsus (restricted Stock Units)	\$0	08/01/2019		D			1,407 <sup>(6)</sup>	06/01/2020 <sup>(7)</sup>	06/03/2029	Common Stock	1,407	\$0	0	D	
Options To Purchase Common Stock	\$41.06	08/02/2019		M			5,396	06/01/2017 <sup>(5)</sup>	06/01/2026	Common Stock	5,396	\$0	0	D	
Options To Purchase Common Stock	\$51.9	08/02/2019		M			3,669	06/01/2018 <sup>(5)</sup>	06/01/2027	Common Stock	3,669	\$0	0	D	
Options To Purchase Common Stock	\$69.03	08/02/2019		М			2,549	06/01/2019 <sup>(5)</sup>	06/01/2028	Common Stock	2,549	\$0	0	D	

### **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.00 to \$91.68. Full information regarding the number of shares sold at each separate price will be provided upon request of the Commission staff, CONMED, or a CONMED security holder.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.00 to \$91.19. Full information regarding the number of shares sold at each separate price will be provided upon request of the Commission staff, CONMED, or a CONMED security holder
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.00 to \$91.33. Full information regarding the number of shares sold at each separate price will be provided upon request of the Commission staff, CONMED, or a CONMED security holder.
- 4. The stock options expired without vesting as a consequence of Mr. Kuyper's resignation from the Board prior to the completion of the 2019 term of service.
- 5. The incentive stock options ("ISOs") were granted under the Company's 2016 Amended and Restated Non-Employee Director Equity Compensation Plan and generally vest 100% after a one year period.
- 6. The RSUs expired without vesting as a consequence of Mr. Kuyper's resignation from the Board prior to the completion of the 2019 term of service.

08/02/2019

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7. Each restricted stock unit ("RSU") represents a contingent right to receive one share of common stock, par value \$0.01 per share of ConMed Corporation (the "Company") and will be subject to the terms and conditions of the Company's 2016 Amended and Restated Non-Employee Director Equity Compensation Plan, with the RSUs generally vesting 100% after a one year period.

<u>Daniel S. Jonas for Dirk</u> <u>Kuyper by Power of Attorney</u>

08/06/2019

\*\* Signature of Reporting Person Date

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

- \* 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).

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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