Performance Stock Units

02/26/2020

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB	APPROVAL
CIVID	

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						or Sec	tion 30(h)	of the	Investment Co	mpany Act of 19	940							
1. Name and Address of Reporting Person* Wright Joseph					2. Issuer Name and Ticker or Trading Symbol MERIT MEDICAL SYSTEMS INC [MMSI] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specify											ner		
I					3. Date of Earliest Transaction (Month/Day/Year) 02/26/2020							X Officer (give title Officer (specify below) below) President, International						
(Street) SOUTH JORDAN UT 84095				4.	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable X Form filed by One Reporting Person Form filed by More than One Reporting Pe										<i>,</i>			
(City) (State) (Zip)																		
1. Title of Security (Instr. 3) 2. Transa Date			sactio	action 2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.	4. Securities Disposed Of	or	5. Amount of Securities Beneficially Following	Form: I		Direct I ndirect E r. 4) C	7. Nature of Indirect Beneficial Ownership					
								Code V	Amount	(A) or (D)	Price		Reported Fransaction(s) Instr. 3 and 4)		(Instr. 4)		
										osed of, or convertible			ned					
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/Ye	te, 4.	ansac	ction	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 of Securitie Underlying Derivative (Instr. 3 and	Amount es Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Co	ode	v	(A) (D	(D)	Date Exercisable	Expiration Date		Amount or Number of Shares		Transaction(s) (Instr. 4)				
Non- qualified stock options (right to buy)	\$13.14								07/31/2014 ⁽¹⁾	07/31/2020	Common Stock	10,000		10,000		D		
Non- qualified stock options (right to buy)	\$12.06								10/04/2015 ⁽²⁾	10/04/2021	Common Stock	25,000		25,000		D		
Non- qualified stock options (right to buy)	\$17.27								02/13/2016 ⁽³⁾	02/13/2022	Common Stock	10,000		10,000		D		
Non- qualified stock options (right to buy)	\$16.05								01/28/2017 ⁽⁴⁾	01/28/2023	Common Stock	20,000		20,000		D		
Non- qualified stock options (right to buy)	\$28.2								04/14/2018 ⁽⁵⁾	04/14/2024	Common Stock	25,000		25,000		D		
Non- qualified stock options (right to buy)	\$44.8								03/02/2019 ⁽⁶⁾	03/02/2025	Common Stock	25,000		25,000		D		
Non- qualified stock options (right to buy)	\$55.73								03/01/2020 ⁽⁷⁾	03/01/2026	Common Stock	30,000		30,000		D		
Non- qualified stock options (right to	\$37.71	02/26/2020			A		16,722		02/26/2021 ⁽⁸⁾	02/26/2027	Common Stock	16,722	\$0	16,722		D		

7,955⁽¹⁰⁾

03/15/2021⁽¹¹⁾

Common Stock

7,955

7,955

03/15/2023⁽¹¹⁾

Explanation of Responses:

- 1. Becomes exercisable in equal annual installments of 20% commencing on 07/31/2014.
- 2. Becomes exercisable in equal annual installments of 20% commencing on 10/04/2015.
- 3. Becomes exercisable in equal annual installments of 20% commencing on 02/13/2016.
- $4.\ Becomes\ exercisable\ in\ equal\ annual\ installments\ of\ 20\%\ commencing\ on\ 01/28/2017.$
- $5.\ Becomes\ exercisable\ in\ equal\ annual\ installments\ of\ 20\%\ commencing\ on\ 04/14/2018.$
- 6. Becomes exercisable in equal annual installments of 20% commencing on 03/02/2019.
- 7. Becomes exercisable in equal annual installments of 20% commencing on 03/01/2020.
- 8. Becomes exercisable in equal annual installments of 25% commencing on 02/26/2021.
- 9. Each performance share unit represents the Company's commitment to issue one share of Merit Medical Systems, Inc. common stock, subject to achievement of performance criteria.
- 10. On February 26, 2020, the reporting person was awarded a target number of performance share units ("PSUs") pursuant to a Performance Stock Unit Award Agreement by and between the Reporting Person and the Issuer. The actual number of PSUs to be awarded to the Reporting Person will be based upon the Issuer's free cash flow measured against its 2020 financial plan over one, two and three-year periods ending December 31, 2020, 2021 and 2022, respectively, and subject to the Reporting Person's continued employment with the Issuer and the conditions set forth in the Stock Unit Award Agreement
- 11. If earned by the Reporting Person, the PSUs will be awarded not later than March 15 of the year following the Issuer's achievement of the target level of free cash flow, subject to conditions set forth in the Performance Stock Unit Award Agreement.

Brian G. Lloyd, Attorney-in-Fact 02/28/2020

** 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.

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 Number.