SEC Form 4

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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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1. Name and Add Miller Fran | ress of Reporting P <u>klin J</u> | erson* | 2. Issuer Name and Ticker or Trading Symbol <u>MERIT MEDICAL SYSTEMS INC</u> [MMSI | 5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Own | | | | |
|---|--------------------------------------|----------|--|---|---|-----------------------|--|--|
| (Last) (First) (Middle) 1600 W MERIT PARKWAY | | (Middle) | _] | | Officer (give title below) | Other (specify below) | | |
| | | (midule) | 3. Date of Earliest Transaction (Month/Day/Year) 12/29/2017 | | , | | | |
| (Street) SOUTH | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Line) | idual or Joint/Group Filin | | | |
| JORDAN | UT | 84095 | | | Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| (City) | (State) | (Zip) | - | | 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) | Code (Instr. | | 4. Securities 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 |
|---------------------------------|--|---|--------------|---|------------------------------|---------------|-------------------------|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, No Par Value | | | | | | | | 18,193 | I | By the Franklin J. Miller and Bonnie A. Miller Family Trust |
| Common Stock, No Par Value | 12/29/2017 | | М | | 10,000 | A | \$13.75 | 21,244 | D | |
| Common Stock, No Par Value | 12/29/2017 | | S | | 10,000 | D | \$43.925 ⁽¹⁾ | 11,244 | D | |

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

| (e.g., puis, cans, warrants, options, conventible 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. Transa Code (8) | | | | 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) (Instr. 4) | 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 | | | | |
| Non- qualified stock options (right to buy) | \$13.75 | 12/29/2017 | | М | | | 10,000 | 08/11/2012 ⁽²⁾ | 08/11/2018 | Common Stock | 10,000 | \$0 | 10,000 | D | |
| Non- qualified stock options (right to buy) | \$12.91 | | | | | | | 05/23/2013 ⁽³⁾ | 05/23/2019 | Common Stock | 20,000 | | 20,000 | D | |
| Non- qualified stock options (right to buy) | \$9.95 | | | | | | | 05/22/2014 ⁽⁴⁾ | 05/22/2020 | Common Stock | 25,000 | | 25,000 | D | |
| Non- qualified stock options (right to buy) | \$13.99 | | | | | | | 06/11/2015 ⁽⁵⁾ | 06/11/2021 | Common Stock | 25,000 | | 25,000 | D | |
| Non- qualified stock options (right to buy) | \$20.27 | | | | | | | 05/22/2016 ⁽⁶⁾ | 05/22/2022 | Common Stock | 25,000 | | 25,000 | D | |

| | 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. Transa Code (8) | | of Deri Seci Acq (A) (Disp of (E | umber vative urities uired or oosed D) (Instr. and 5) | 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) (Instr. 4) | 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 | | | | |
| Non- qualified stock options (right to buy) | \$18.8 | | | | | | | 05/26/2017 ⁽⁷⁾ | 05/26/2023 | Common Stock | 25,000 | | 25,000 | D | |
| Non- qualified stock options (right to buy) | \$34.4 | | | | | | | 05/24/2018 ⁽⁸⁾ | 05/24/2024 | Common Stock | 25,000 | | 25,000 | D | |

Explanation of Responses:

1. The price reported in Column 4 of Table 1 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.85 to \$44.00, inclusive. The Reporting Person undertakes to provide to Merit Medical Systems, Inc., any security holder of Merit Medical Systems, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

2. Becomes exercisable in equal annual installments of 20% commencing 08/11/2012.

3. Becomes exercisable in equal annual installments of 20% commencing 05/23/2013.

4. Becomes exercisable in equal annual installments of 20% commencing 05/22/2014.

5. Becomes exercisable in equal annual installments of 20% commencing 06/11/2015.

6. Becomes exercisable in equal annual installments of 20% commencing 05/22/2016.

7. Becomes exercisable in equal annual installments of 20% commencing 05/26/2017.

8. Becomes exercisable in equal annual installments of 20% commencing 05/24/2018.

Brian G. Lloyd, Attorney-in-Fact

01/02/2018

** 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.