

CARSON VINCENT D
Form 4
May 03, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARSON VINCENT D

(Last) (First) (Middle)

1 HELEN OF TROY PLAZA

(Street)

EL PASO, TX 79912

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HELEN OF TROY LTD [HELE]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Legal Officer

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. 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 Indirect Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock, par value \$0.10 per share | 05/01/2018 | | S | | 10,879 (1) | D | \$ 87.10 |
| Common Stock, par value \$0.10 per share | 05/01/2018 | | M | | 306 | A | \$ 32.90 |
| Common Stock, par value \$0.10 per share | 05/01/2018 | | M | | 4,455 | A | \$ 36.03 |

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| | | | | | | | |
|---|------------|---|--------|---|-------------|--------|---|
| Common Stock, par value \$0.10 per share | 05/01/2018 | M | 4,500 | A | \$ 64.19 | 9,261 | D |
| Common Stock, par value \$0.10 per share | 05/01/2018 | M | 2,753 | A | \$ 34.72 | 12,014 | D |
| Common Stock, par value \$0.10 per share | 05/01/2018 | S | 12,014 | D | \$ 90 | 0 | D |

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

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(9-02)

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. Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|---|--|---|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (Right to Buy) | \$ 32.9 | 05/01/2018 | | M | 306 | <u>(2)</u> | 05/17/2021 | Common Stock | 306 |
| Employee Stock Option (Right to Buy) | \$ 36.03 | 05/01/2018 | | M | 4,455 | <u>(2)</u> | 05/06/2023 | Common Stock | 4,455 |
| Employee Stock Option (Right to | \$ 64.19 | 05/01/2018 | | M | 4,500 | <u>(2)</u> | 05/02/2024 | Common Stock | 4,500 |

Buy)

Employee

Stock

| | | | | | | | | | |
|--------|----------|------------|--|---|-------|------------|------------|-----------------|-------|
| Option | \$ 34.72 | 05/01/2018 | | M | 2,753 | <u>(2)</u> | 05/01/2022 | Common Stock | 2,753 |
|--------|----------|------------|--|---|-------|------------|------------|-----------------|-------|

(Right to Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CARSON VINCENT D 1 HELEN OF TROY PLAZA EL PASO, TX 79912 | | | Chief Legal Officer | |

Signatures

Vincent D.
Carson

05/03/2018

**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) Total updated to reflect discrepancy in previous report.
- (2) The options vest over five year in increments of 10%, 15%, 20%, 25% and 30%.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.