

GREATBATCH, INC.
Form 4
March 03, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
McEvoy Timothy G

(Last) (First) (Middle)
10000 WEHRLE DRIVE
(Street)

CLARENCE, NY 14031

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GREATBATCH, INC. [GB]

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2014

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)
Sr. VP, Gen. Counsel & Sec.

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/28/2014 | | M | | 4,629 A \$ 25.5 | 21,725 | D |
| Common Stock | 02/28/2014 | | M | | 1,644 A \$ 29.65 | 23,369 | D |
| Common Stock | 02/28/2014 | | M | | 7,910 A \$ 20.14 | 31,279 | D |
| Common Stock | 02/28/2014 | | M | | 3,786 A \$ 21.88 | 35,065 | D |
| Common Stock | 02/28/2014 | | F | | 17,969 D \$ 43 | 17,096 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|---------|--------|---|-----------|
| Common Stock | 02/28/2014 | M | 5,147 | A | \$ 25.5 | 22,243 | D | |
| Common Stock | | | | | | 1,758 | I | By 401(k) |

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

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee stock options | \$ 25.5 | 02/28/2014 | | M | 4,629 | 12/31/2007 03/06/2017 | Common | 4,629 | |
| Stock options | \$ 29.65 | 02/28/2014 | | M | 1,644 | 12/31/2007 05/23/2017 | Common | 1,644 | |
| Stock options | \$ 20.14 | 02/28/2014 | | M | 7,910 | 12/31/2008 03/04/2018 | Common | 7,910 | |
| Employee stock options | \$ 21.88 | 02/28/2014 | | M | 3,786 | 02/28/2011 10/13/2018 | Common | 3,786 | |
| Stock options | \$ 25.5 | 02/28/2014 | | M | 5,147 | 12/31/2007 03/06/2017 | Common | 5,147 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|---|
| McEvoy Timothy G 10000 WEHRLE DRIVE | Director 10% Owner Officer Other Sr. VP, Gen. Counsel & Sec. |

CLARENCE, NY 14031

Signatures

/s/ Christopher J. Thome as attorney-in-fact for Timothy G.
McEvoy

03/03/2014

__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).

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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