Edgar Filing: SELECT MEDICAL HOLDINGS CORP - Form 4

SELECT MEDICAL HOLDINGS CORP Form 4 August 08, 2014 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading ORTENZIO ROBERT A Issuer Symbol SELECT MEDICAL HOLDINGS (Check all applicable) CORP [SEM] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) C/O SELECT MEDICAL 08/06/2014 Exec. Chairman and Co-Founder HOLDINGS CORPORATION, 4714 GETTYSBURG ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MECHANICSBURG, PA 17055 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Transaction(A) or Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial anv (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount Price (D) Common 250,000 08/06/2014 \$0 D А Α 6.018.153 Stock (1) By the Robert A. Common 2,000,000 (2) I Ortenzio Stock April 2014 GRAT (3) Common 1,300,000 Ι By the Stock Robert A. Ortenzio

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| | | | | | | | Descer | ndante | |
|--|---|---|--------------------------|-------------------------------------|-------------------|---|-------------------|---------------------------------------|-----------------|
| | | | | | | | Trust (| | |
| | | | | | | By the Rocco | | | |
| Common Stock | | | 2,915,200 I | | A. Orte Descer | | | | |
| Stock | | | | | Trust (3) | | | | |
| | | | | | | | | | |
| Reminder: Report on a separate line for each clas | s of securities benef | - | - | or indirectly. spond to the | e collectio | n of | SEC 14 | .74 | |
| | ation con | ntained in this form are not (9-02) pond unless the form | | | | | | | |
| | | | ys a curre | ntly valid O | | I | | | |
| | tive Securities Acq uts, calls, warrants | · - | | • | Owned | | | | |
| 1. Title of 2. 3. Transaction Date 3. | | 4. | 5. | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying | | 8. Price of Derivative Security | 9. Nu |
| Derivative Conversion (Month/Day/Year) Security or Exercise | any | Code | onNumber of | | | | | | Deriv Secu |
| (Instr. 3) Price of Derivative | (Month/Day/Year) | | Derivative Securities | | | Secur (Instr. | ities 3 and 4) | (Instr. 5) | Bene Owne |
| Security | | | Acquired (A) or | | | | | | Follo Repo |
| | | | Disposed of (D) | | | | | | Trans (Instr |
| | | | (Instr. 3, 4, and 5) | | | | | | (III)II |
| | | | 4, and 5) | | | | Amount | | |
| | | | | Date | Expiration | Title | or Number | | |
| | | Codo V | (A) (D) | Exercisable | Date | The | of | | |
| | | Code v | (A) (D) | | | | Shares | | |
| Reporting Owners | | | | | | | | | |
| Reporting Owner Name / Address | | Relationships | | | | | | | |
| Reporting Owner Manie / Manie | 635 | Director | 10% Owr | er Officer | | | | Other | |
| ORTENZIO ROBERT A | | | | | | | | | |
| C/O SELECT MEDICAL HOLDINGS CORPORATION | | Х | | | Chairman | and | | | |
| 4714 GETTYSBURG ROAD MECHANICSBURG, PA 17055 | | Α | | Co-Fou | nder | | | | |
| Signatures | | | | | | | | | |
| /s/ Michael E. Tarvin, as | | | | | | | | | |
| attorney-in-fact | 08/08/201 | 4 | | | | | | | |
| **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) Grant of restricted stock which, subject to certain exceptions, will vest in full on August 6, 2017, the third anniversary of the grant date.
- (2) The shares were previously owned directly by and were contributed by Robert A. Ortenzio to the Robert A. Ortenzio April 2014 GRAT.
- (3) The reporting person beneficially owns the reported securities indirectly, but disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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.