

3D SYSTEMS CORP
Form 4
July 01, 2016

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 *
McMullen John N

(Last) (First) (Middle)

333 THREE D SYSTEMS CIRCLE

(Street)

ROCK HILL, SC 29730

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
3D SYSTEMS CORP [DDD]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title below) _____ Other (specify below)
EVP & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	07/01/2016		A		75,000 (1)	A	\$ 0 75,000 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)

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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 Security (Instr. 3 and 4)	Amount of Shares
Performance Based Restricted Stock	(2)	07/01/2016		A	25,000	(2) (2)	Common Stock	25,000
Performance Based Restricted Stock	(3)	07/01/2016		A	25,000	(3) (3)	Common Stock	25,000
Performance Based Stock Options (Right to Buy)	\$ 13.41	07/01/2016		A	100,000	(4) 07/01/2026	Common Stock	100,000
Performance Based Stock Options (Right to Buy)	\$ 13.41	07/01/2016		A	100,000	(5) 07/01/2026	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMullen John N 333 THREE D SYSTEMS CIRCLE ROCK HILL, SC 29730			EVP & CFO	

Signatures

/s/ Andrew M. Johnson,
Attorney-in-Fact

07/01/2016

__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).

The Reporting Person has been awarded 75,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. One-third of the total (1) shares awarded vest on July 1, 2017, an additional one-third of the total shares awarded vest on July 1, 2018, and the remaining shares awarded vest on July 1, 2019.

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- (2) The Reporting Person has been awarded 25,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. These shares of restricted stock vest, if at all, on the date that the closing price of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$30.

- (3) The Reporting Person has been awarded 25,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. These shares of restricted stock vest, if at all, on the date that the closing price of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$40.

- (4) The Reporting Person has been awarded 100,000 performance-based options under the Issuer's 2015 Incentive Plan. These options to purchase the shares of common stock at an exercise price equal to the closing price of the common stock on July 1, 2016 are exercisable, if at all, on the later of the date that is six months after the date of grant and the date that the closing price of a share of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$30.

- (5) The Reporting Person has been awarded 100,000 performance-based options under the Issuer's 2015 Incentive Plan. These options to purchase the shares of common stock at an exercise price equal to the closing price of the common stock on July 1, 2016 are exercisable, if at all, on the later of the date that is six months after the date of grant and the date that the closing price of a share of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$40.

Remarks:

Exhibit 24 - Power of Attorney

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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