

MERCURY SYSTEMS INC  
Form 4  
May 06, 2016

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
THIBAUD DIDIER M C

2. Issuer Name and Ticker or Trading Symbol  
MERCURY SYSTEMS INC  
[MRCY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/04/2016

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, COO

201 RIVERNECK ROAD

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

CHELMSFORD, MA 01824

(City) (State) (Zip)

**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 or Price   |  |                                   |
| Common Stock                    | 05/04/2016                           |  | M                              |   | 47,000<br>(1)   | A  | \$ 16.48 396,112 D                |
| Common Stock                    | 05/04/2016                           |  | S                              |   | 47,000  | D  | \$ 20.595 349,112 D               |
| Common Stock                    | 05/05/2016                           |  | M                              |   | 30,000<br>(1)   | A  | \$ 16.48 379,112 D                |
| Common Stock                    | 05/05/2016                           |  | S                              |   | 30,000  | D  | \$ 20.446 349,112 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| NQ Stock Option (Right to buy)             | \$ 16.48   | 05/04/2016                           |  | M                              | 47,000  | 06/01/2009 06/01/2016                                    | Common Stock  | 47,000                     |
| NQ Stock Option (Right to buy)             | \$ 16.48   | 05/05/2016                           |  | M                              | 30,000  | 06/01/2009 06/01/2016                                    | Common Stock  | 30,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |          |       |
|--|---------------|-----------|----------|-------|
|  | Director      | 10% Owner | Officer  | Other |
| THIBAUD DIDIER M C<br>201 RIVERNECK ROAD<br>CHELMSFORD, MA 01824 |               |           | EVP, COO |       |

## Signatures

Charles A. Speicher  
(Attorney-in-fact) 05/06/2016  
 \*\*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).
- (1) The exercise of the stock option and sale of the underlying shares reported herein was pursuant to a 10b5-1 stock trading plan for a stock option expiring on June 1, 2016.

## Edgar Filing: MERCURY SYSTEMS INC - Form 4

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