#### DRAGG RONALD A

Form 4

February 05, 2019

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

**OMB APPROVAL** 

Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common Stock, par

value \$.10 per share

Common Stock, par

value \$.10 per share

02/01/2019

(Print or Type Responses)

1. Name and A	Address of Reporting 1	Symbol	er Name <b>and</b> Ticker o	r Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	Middle) 3. Date	of Earliest Transaction  Day/Year)	(Check all applicable)  Director 10% Owner				
55 WAUGH	H DRIVE, SUITE	*			X_ Officer (give title Other (specify below)			
	(Street)		nendment, Date Origin onth/Day/Year)	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
HOUSTON		(T)						
(City)	(State)	(Zip) Ta	e I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owne					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, it any (Month/Day/Year	Pate, if Transaction(A) or Disposed of (D) Code (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)		
Common Stock, par value \$.10 per share	02/01/2019		M 630	A \$ 66.72	11,516	D		

S

630

10,886

1,520

D

I

401(k)

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

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SEC 1474 (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. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired or Dispose (D) (Instr. 3, and 5)	ve s l(A) sed of	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
Restricted Stock Units	(1)	02/01/2019		A	2,220		<u>(2)</u>	(2)	Common Stock	2,220
Employee Stock Option (Right to Buy)	\$ 73.93	02/01/2019		A	2,715		<u>(3)</u>	02/01/2026	Common Stock	2,715
Employee Stock Option (Right to Buy)	\$ 66.72	02/01/2019		M		630	02/06/2015	02/06/2019	Common Stock	630

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DRAGG RONALD A 55 WAUGH DRIVE SUITE 1000 HOUSTON, TX 77007

Vice President and Controller

## **Signatures**

Ronald A. 02/05/2019

Reporting Owners 2

\*\*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) Each restricted stock unit represents a contingent right to receive cash or one share of common stock of the issuer.
- (2) The restricted stock units vest in five equal annual installments beginning on January 24, 2020. Cash or shares of common stock of the issuer, at the election of the issuer, will be delivered to the reporting person on or as soon as practicable after the vesting dates.
- (3) Option is exercisable 33% after one year, 67% after two years and 100% after three years form date of grant.

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.

Signatures 3