

JONES KAREN M.
Form 4
August 06, 2018

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 *
JONES KAREN M.

2. Issuer Name and Ticker or Trading Symbol
RYDER SYSTEM INC [R]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
11690 N.W. 105TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/03/2018

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

MIAMI, FL 33178
(City) (State) (Zip)

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

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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
common stock	08/03/2018		M		4,790 A \$ 55.32	7,859 ⁽¹⁾	D
common stock	08/03/2018		M		3,540 A \$ 60.41	11,399	D
common stock	08/03/2018		M		9,340 A \$ 71.43	20,739	D
common stock	08/03/2018		S		17,670 D \$ 77.1412	3,069	D
common stock	08/03/2018		S		2,433 D \$ 77.202	636	D

common stock 60 I By Ryder Employee Savings Plan

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. 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)	8. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 55.32	08/03/2018		M	4,790	<u>(4)</u> 02/09/2026	common stock	4,790	
Stock Option (right to buy)	\$ 60.41	08/03/2018		M	3,540	<u>(5)</u> 09/15/2023	common stock	3,540	
Stock Option (right to buy)	\$ 71.43	08/03/2018		M	9,340	<u>(6)</u> 02/06/2024	common stock	9,340	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES KAREN M. 11690 N.W. 105TH STREET MIAMI, FL 33178			EVP & Chief Marketing Officer	

Signatures

/s/ Indira Sordo by power of
attorney

08/06/2018

__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) Includes 33 shares of common stock acquired by the reporting person under the Company's dividend reinvestment plan since the date of the reporting person's last Section 16 filing.

This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$77.02 to \$77.32. The Reporting
 - (2) Person will provide, upon request by the Commission staff, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$77.04 to \$78.06. The Reporting
 - (3) Person will provide, upon request by the Commission staff, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (4) The options, representing the right to purchase an aggregate of 14,370 shares, vest in accordance with the following schedule: 4,790 vested on February 10, 2017, 4,790 vested on February 10, 2018 and 4,790 will vest on February 10, 2019.
 - (5) The stock options vested in three equal installments on September 16, 2014, September 16, 2015 and September 16, 2016.
 - (6) The stock options vested in three equal installments on February 7, 2015, February 7, 2016 and February 7, 2017.

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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