

Paul David C
Form 4
January 24, 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 *
Paul David C

(Last) (First) (Middle)

VALLEY FORGE BUSINESS CENTER, 2560 GENERAL ARMISTEAD AVENUE

(Street)

AUDUBON, PA 19403

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GLOBUS MEDICAL INC [GMED]

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

01/22/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

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 (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|--|--|----------------------|-----------------|---|------------------|------------------|------------------|-----------------|----------------------|----------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount of Number of Shares |
| Stock Option (Right to Buy Class A Common Stock) | \$ 43.77 | 01/22/2018 | A | | 100,000 | | (1) 01/22/2028 | | Class A Common Stock | 100,000 |
| Class B Common Stock | (2) | | | | | | (2) | (2) | Class A Common Stock | 21,717,000 |
| Class B Common Stock | (2) | | | | | | (2) | (2) | Class A Common Stock | 1,562,500 |
| Class B Common Stock | (2) | | | | | | (2) | (2) | Class A Common Stock | 298,600 |
| Class B Common Stock | (2) | | | | | | (2) | (2) | Class A Common Stock | 298,600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Paul David C VALLEY FORGE BUSINESS CENTER 2560 GENERAL ARMISTEAD AVENUE AUDUBON, PA 19403 | X | X | Executive Chairman | |

Signatures

/s/ Eric I. Schwartz,
Attorney-in-Fact
Date: 01/24/2018

**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).

These options were granted on January 22, 2018, and vest over a four-year period with one-fourth (1/4) of the options granted vesting on

- (1) January 1, 2019, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months.

From the date of acquisition, the Company's Class B Common Stock converts into the Company's Class A Common Stock on a one-for-one basis (i) at the option of the holder, (ii) upon certain transfers, (iii) upon the closing of the Company's initial public offering if at that time the Company's Class B Common Stock that the holder beneficially owns is less than 10% of the aggregate number of all outstanding shares of the Company's common stock, and (iv) immediately if, at any time following the initial public offering of the Company's common stock, the Company's Class B Common Stock that the holder beneficially owns represents less than 5% of all outstanding shares of the Company's common stock.

- (2)
- (3) Includes 136,703 shares previously held through the David C. Paul Trust and 136,703 shares previously held through the Sonali Paul Trust which were transferred to the reporting person on June 16, 2017 and are now owned directly.

- (4) These shares are held in a trust for the benefit of the reporting person's spouse and children. The reporting person's spouse is trustee of the trust.

These shares are held in a trust for the benefit of a child of the reporting person. The reporting person disclaims beneficial ownership of

- (5) these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

- (6) These shares are held in a trust for the benefit of a child of the reporting person. The reporting person is trustee of the trust.

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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