

CROWN JAMES S

Form 4

March 08, 2019

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 *
CROWN JAMES S

 2. Issuer Name **and** Ticker or Trading Symbol
GENERAL DYNAMICS CORP
[GD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

 222 N. LASALLE STREET, STE
 2000

(Street)

 3. Date of Earliest Transaction
 (Month/Day/Year)
 03/06/2019

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

CHICAGO, IL 60601

(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 (Instr. 4)
Common Stock	03/06/2019		A	445 ⁽¹⁾ A \$ 0	82,646 ⁽²⁾	D	
Common Stock					5,424,092	I	See ftn ⁽³⁾
Common Stock					2,511,144	I	See ftn ⁽⁴⁾
Common Stock					7,291,752	I	See ftn ⁽⁵⁾
Common Stock					301,892	I	See ftn ⁽⁶⁾

Edgar Filing: CROWN JAMES S - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 (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. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 167.61	03/06/2019		A	2,590	<u>(7)</u>	03/05/2029	Common Stock	2,590

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CROWN JAMES S 222 N. LASALLE STREET STE 2000 CHICAGO, IL 60601	X

Signatures

/s/Angie Newhouse,
Attorney-in-Fact

03/08/2019

**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) Reflects shares of restricted stock that vest three years after the grant date, subject to continued service conditions.

(2) Includes 1,690 shares of restricted stock.

(3) Owned by HCNI II LLC. The Reporting Person is a member of HCNI II LLC and is a manager of its manager, HCC Manager LLC. The Reporting Person disclaims beneficial ownership of the shares of Common Stock held by HCNI II LLC except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose.

Edgar Filing: CROWN JAMES S - Form 4

(4) Owned by Areljay II LLC. The Reporting Person is a beneficiary of a trust that is a member of Areljay II LLC, and is a manager of its manager, HCC Manager LLC. The Reporting Person disclaims beneficial ownership of the shares of Common Stock held by Areljay II LLC except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes for Section 16 or for any other purpose.

(5) Owned by a partnership, The Crown Fund, of which the Reporting Person is a partner. The Reporting Person disclaims beneficial ownership of the shares of Common Stock held by this entity except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose.

(6) Owned by a partnership, Crown Fund II, of which the Reporting Person is a partner. The Reporting Person disclaims beneficial ownership of the shares of Common Stock held by this entity except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose.

(7) One half of the options becomes exercisable on March 6, 2021 and the remaining half becomes exercisable on March 6, 2022.

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.