Wheelock Charles E. Form 3 August 04, 2017

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement GLOBAL POWER EQUIPMENT GROUP INC. [GLPW] Wheelock Charles E. (Month/Day/Year) 07/26/2017 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O GLOBAL POWER (Check all applicable) **EQUIPMENT GROUP** INC.. 400 E. LAS COLINAS 10% Owner Director **BOULEVARD** _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group VP, Administration, GC and Sec. Filing(Check Applicable Line) _X_ Form filed by One Reporting Person IRVING, TXÂ 75039 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â Common Stock, \$0.01 par value per share $25,624 \frac{(1)}{2}$ D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership Operivative Security

Expiration Date Securities Underlying Operivative Security

Derivative Security

3. Title and Amount of Securities Underlying Operivative Security

To Expiration Date Ownership Operivative Security

Expiration Date Securities Underlying Operivative Security

To Exercise Operivative Security

Ownership Operivative Security

To Exercise Operivative Security

Expiration Date Securities Underlying Operivative Security

Operivative Securities Underlying Operivative Securities Underlying Operivative Securities Underlying Operivative Security

Operivative Securities Underlying Operivative Security

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(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Direct (D) Security Exercisable Date Number of or Indirect Shares (I) (Instr. 5)

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other Wheelock Charles E. C/O GLOBAL POWER EQUIPMENT GROUP Â Â VP, Administration, GC and Sec. Â 400 E. LAS COLINAS BOULEVARD

Date

Signatures

IRVING, TXÂ 75039

INC.

/s/ Tracy D. Pagliara for Charles E. Wheelock by power of 08/04/2017 attorney

**Signature of Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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).

Consists of 15,457 restricted share units granted under both the Global Power Equipment Group Inc. 2011 Equity Incentive Plan and the Global Power Equipment Group Inc. 2015 Equity Incentive Plan, and 10,167 additional shares. Of the 15,457 restricted share units, each

(1) of which represents the right to receive one share of common stock of Global Power Equipment Group Inc., 3,000 will vest on December 15, 2017, 8,354 will vest on March 31, 2018, and 4,103 will vest on March 31, 2019, subject to continued employment through the vesting date.

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Remarks:

Power of Attorney is attached hereto as Exhibit 24.

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.

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