

LOGITECH INTERNATIONAL SA

Form 4

April 18, 2017

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sullivan L Joseph

2. Issuer Name **and** Ticker or Trading
Symbol
LOGITECH INTERNATIONAL SA
[LOGI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
04/15/2017

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Sr. VP, Worldwide Operations

C/O LOGITECH, INC., 7700
GATEWAY BLVD.

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

NEWARK, CA 94560

(City) (State) (Zip)

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)
Registered Shares ⁽¹⁾	04/15/2017		A	9,675	A \$ 0	201,147 ⁽²⁾	D
Registered Shares ⁽³⁾	04/15/2017		A	38,452	A \$ 0	239,599	D
Registered Shares ⁽⁴⁾	04/15/2017		A	4,477	A \$ 0	244,076	D
Registered Shares	04/15/2017		F ⁽⁵⁾	29,412	D \$ 31.01	214,664	D

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

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sullivan L Joseph C/O LOGITECH, INC. 7700 GATEWAY BLVD. NEWARK, CA 94560	Sr. VP, Worldwide Operations

Signatures

/s/ Jon Shanberge as attorney in fact for L. Joseph
Sullivan 04/18/2017

__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).

Each restricted stock unit (RSU) represents the right to receive, following vesting, one Logitech share. The RSUs vest and convert into
(1) shares in four equal annual installments. The first installment vests on April 15, 2018, and the next three vest on April 15, 2019, April 15, 2020 and April 15, 2021.

(2) Includes shares acquired under issuer's Employee Share Purchase Plan of 811 shares on January 31, 2017.

These shares were acquired pursuant to the vesting of performance share units (PSUs). The number of PSUs that vested was determined
(3) based on Logitech's total shareholder return (TSR) relative to the other companies in the NASDAQ 100 over a three-year period from April 1, 2014 through March 31, 2017.

(4)

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These shares were acquired pursuant to the vesting of performance share units (PSUs) granted on April 15, 2015. The number of PSUs that vested on April 15, 2017 was based on (i) the achievement of a performance-based vesting condition based on Logitech's Non-GAAP Operating Margin over the four-consecutive-fiscal-quarter period ended March 31, 2016, as determined by the Compensation Committee of Logitech, and (ii) the satisfaction of the second of the time-based vesting conditions that occur in three equal annual installments.

- (5) In an exempt disposition to the issuer under rule 16b-3(e), the recipient remitted shares to the issuer in connection with the satisfaction of tax withholding obligations arising out of the vesting of shares with respect to performance share units and previously reported restricted stock units.

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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