

3D SYSTEMS CORP
Form 4
July 01, 2016

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
McMullen John N

(Last) (First) (Middle)

333 THREE D SYSTEMS CIRCLE

(Street)

ROCK HILL, SC 29730

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
3D SYSTEMS CORP [DDD]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

EVP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/01/2016		A	(A) or (D) Amount 75,000 (1)	\$ 0 75,000	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Share
Performance Based Restricted Stock	(2)	07/01/2016		A		25,000		(2)	(2)	Common Stock	25,000
Performance Based Restricted Stock	(3)	07/01/2016		A		25,000		(3)	(3)	Common Stock	25,000
Performance Based Stock Options (Right to Buy)	\$ 13.41	07/01/2016		A		100,000		(4)	07/01/2026	Common Stock	100,000
Performance Based Stock Options (Right to Buy)	\$ 13.41	07/01/2016		A		100,000		(5)	07/01/2026	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMullen John N 333 THREE D SYSTEMS CIRCLE ROCK HILL, SC 29730			EVP & CFO	

Signatures

/s/ Andrew M. Johnson,
Attorney-in-Fact

07/01/2016

__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).

The Reporting Person has been awarded 75,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. One-third of the total (1) shares awarded vest on July 1, 2017, an additional one-third of the total shares awarded vest on July 1, 2018, and the remaining shares awarded vest on July 1, 2019.

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- The Reporting Person has been awarded 25,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. These shares of
- (2) restricted stock vest, if at all, on the date that the closing price of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$30.

- The Reporting Person has been awarded 25,000 shares of restricted stock under the Issuer's 2015 Incentive Plan. These shares of
- (3) restricted stock vest, if at all, on the date that the closing price of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$40.

- The Reporting Person has been awarded 100,000 performance-based options under the Issuer's 2015 Incentive Plan. These options to
- (4) purchase the shares of common stock at an exercise price equal to the closing price of the common stock on July 1, 2016 are exercisable, if at all, on the later of the date that is six months after the date of grant and the date that the closing price of a share of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$30.

- The Reporting Person has been awarded 100,000 performance-based options under the Issuer's 2015 Incentive Plan. These options to
- (5) purchase the shares of common stock at an exercise price equal to the closing price of the common stock on July 1, 2016 are exercisable, if at all, on the later of the date that is six months after the date of grant and the date that the closing price of a share of the common stock on each of the trading days during the immediately prior ninety consecutive calendar days is at least \$40.

Remarks:

Exhibit 24 - Power of Attorney

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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