

ELLEN MARTIN M
Form 4
April 04, 2013

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 *
ELLEN MARTIN M

2. Issuer Name and Ticker or Trading Symbol
Dr Pepper Snapple Group, Inc.
[DPS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5301 LEGACY DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/02/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President & CFO

PLANO, TX 75024

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/02/2013		J ⁽¹⁾		14,797	A	\$ 0
Common Stock	04/02/2013		J ⁽²⁾		1,279	A	\$ 0
Common Stock	04/02/2013		J ⁽¹⁾		25,894	A	\$ 0
Common Stock	04/02/2013		J ⁽³⁾		2,238	A	\$ 0
Common Stock	04/02/2013		F		16,721 ⁽⁴⁾	D	\$ 0

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Common Stock	04/02/2013	S	11,353	D	\$ <u>(5)</u>	46,6934	16,134	D	
Common Stock	04/04/2013	J ⁽⁶⁾	16,134	D	\$ 0		0	D	
Common Stock	04/04/2013	J ⁽⁶⁾	16,134	A	\$ 0		50,000	I	By Limited Partnership <u>(6)</u>

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. Amount or Number of Shares
Restricted Stock	\$ 0 ⁽¹⁾	04/02/2013		J ⁽¹⁾	14,797	⁽¹⁾ ⁽¹⁾	Common Stock	14,797
Restricted Stock	\$ 0 ⁽¹⁾	04/02/2013		J ⁽¹⁾	25,894	⁽¹⁾ ⁽¹⁾	Common Stock	25,894

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLEN MARTIN M 5301 LEGACY DRIVE PLANO, TX 75024			Executive Vice President & CFO	

Signatures

Martin M. Ellen 04/04/2013

**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) Restricted stock units ("RSUs") reflected in Table II were granted pursuant to the Issuer's Omnibus Stock Incentive Plan of 2009 and vested on April 1, 2013 and settled on April 2, 2013, with one share being issued for each RSU and the shares issued being reflected in Table I.

(2) These shares are restricted stock units acquired with dividend equivalent payments made under the Issuer's dividend reinvestment plan with respect to the 14,797 RSUs that vested on April 1, 2013 and settled on April 2, 2013.

(3) These shares are restricted stock units acquired with dividend equivalent payments made under the Issuer's dividend reinvestment plan with respect to the 25,894 RSUs that vested on April 1, 2013 and settled on April 2, 2013.

(4) Represents shares withheld by Issuer to satisfy tax withholding obligations in connection with the vesting of RSUs that vested on April 1, 2013 and settled on April 2, 2013 and are being reported in this Form 4.

The price represents the weighted average sale price of the securities disposed of. The range of prices for the transaction is \$46.59-\$46.79.

(5) The reporting person shall provide upon request by the SEC, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price.

(6) On 4/2/2013 the reporting person transferred 16,134 shares beneficially owned by reporting person to Martin Robin Partners, L.P., in which the reporting person has a pecuniary interest.

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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