

HOOK THOMAS J  
Form 4  
January 04, 2012

**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 \*  
HOOK THOMAS J

2. Issuer Name and Ticker or Trading Symbol  
GREATBATCH, INC. [GB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
10000 WEHRLE DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
12/30/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

(Street)  
CLARENCE, NY 14031

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |                                   |
| Common Stock                    | 12/30/2011                           |  | M                              | 3,357 A \$ 0  | 102,664   | D  |                                   |
| Common Stock                    | 12/30/2011                           |  | M                              | 4,513 A \$ 0  | 107,177   | D  |                                   |
| Common Stock                    | 12/30/2011                           |  | F                              | 4,485 D \$ 22.1   | 102,692   | D  |                                   |
| Common Stock                    | 01/02/2012                           |  | F                              | 2,472 D \$ 22.1   | 100,220   | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 2,306   | I  | By 401(k)                         |

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

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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)

| 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 Security (Instr. 3 and 4) |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title  |
| Restricted Stock Units                     | \$ 0   | 12/30/2011                           |  | M                              | 3,357   | 12/30/2011   | 01/05/2019  | Common |
| Restricted Stock Units                     | \$ 0   | 12/30/2011                           |  | M                              | 4,513   | 12/30/2011   | 03/10/2020  | Common |
| Stock Options                              | \$ 22.1  | 01/01/2012                           |  | A                              | 72,253  | 12/28/2012 <sup>(1)</sup>                                | 01/01/2022  | Common |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| HOOK THOMAS J<br>10000 WEHRLE DRIVE<br>CLARENCE, NY 14031 | X             |           | President & CEO |       |

## Signatures

/s/ Christopher J. Thome as attorney-in-fact for Thomas J. Hook 01/03/2012

\_\_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) Grant of non-qualified stock options that vest in three equal annual installments on the last day of the company's fiscal year, beginning in 2012

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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