

TESSCO TECHNOLOGIES INC

Form 4

May 13, 2016

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

OMB APPROVAL

OMB
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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 *
Tom Steven K.2. Issuer Name and Ticker or Trading
Symbol
TESSCO TECHNOLOGIES INC
[TESS]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

11126 MCCORMICK ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/11/2016☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Senior Vice President

HUNT VALLEY, MD 21031

(City) (State) (Zip)

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**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	05/11/2016		M	851 A <u>(1)</u>	979	D <u>(7)</u>	
Common Stock	05/11/2016		M	653 A <u>(2)</u>	1,632	D <u>(7)</u>	
Common Stock	05/11/2016		F	568 D <u>(3)</u>	1,064	D <u>(7)</u>	

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

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(9-02)

number.

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. P		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Share Unit	(4)	05/11/2016		M		851		(1)	(1)	Common Stock	851
Performance Share Unit	(4)	05/11/2016		M		653		(2)	(2)	Common Stock	653

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tom Steven K. 11126 MCCORMICK ROAD HUNT VALLEY, MD 21031	Senior Vice President

Signatures

Steven K. Tom by Aric Spitulnik by Power of Attorney 05/13/2016

__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).

- (1) A Performance Share Unit, sometimes referred to as a Performance Stock Unit or PSU, represents the conditional right to receive one share of Common Stock. PSUs granted in May 2012 resulted in the earning, with respect to the fiscal year ended March 2013 and based on the extent to which certain performance criteria were satisfied during fiscal year 2013, of the right to receive 3,410 shares of Common Stock. Once earned, the PSUs vest and are paid through the issuance of shares of Common Stock in four approximately equal annual installments commencing on or about May 1, 2013, 2014, 2015 and 2016, subject to the reporting person's continued employment or association with the Issuer on the date such shares of Common Stock are to be issued.
- (2) A Performance Share Unit, sometimes referred to as a Performance Stock Unit or PSU, represents the conditional right to receive one share of Common Stock. PSUs granted in May 2013 resulted in the earning, with respect to the fiscal year ended March 2014 and based on the extent to which certain performance criteria were satisfied during fiscal year 2014, of the right to receive 2,613 shares of Common Stock. Once earned, the PSUs vest and are paid through the issuance of shares of Common Stock in four approximately equal annual

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installments commencing on or about May 1, 2014, 2015, 2016 and 2017, subject to the reporting person's continued employment or association with the Issuer on the date such shares of Common Stock are to be issued.

(3) \$15.47 -- closing market price on May 11, 2016.

(4) 1 for 1.

In respect of the PSUs granted in May 2012 with respect to fiscal year 2013, on May 14, 2013, the reporting person earned the right to receive 3,410 shares of Common Stock. The reporting person was associated with the Issuer on May 14, 2013, resulting in the vesting and issuance of 853 of the 3,410 shares of Common Stock so earned. On May 8, 2014, the reporting person continued to be associated with the Issuer, resulting in the vesting and issuance of another 853 shares of Common Stock so earned. On May 11, 2015, the reporting person continued to be associated with the Issuer, resulting in the vesting and issuance of another 853 shares of Common Stock so earned. On May 11, 2016, the reporting person continued to be associated with the Issuer, resulting in the vesting and issuance of the remaining 851 shares of Common Stock so earned.

(5) In respect of the PSUs granted in May 2013 with respect to fiscal year 2014, on May 8, 2014, the reporting person earned the right to receive 2,613 shares of Common Stock. The reporting person was associated with the Issuer on May 8, 2014, resulting in the vesting and issuance of 653 of the 2,613 shares of Common Stock so earned. On May 11, 2015, the reporting person continued to be associated with the Issuer, resulting in the vesting and issuance of another 653 shares of Common Stock so earned. On May 11, 2016, the reporting person continued to be associated with the Issuer, resulting in the vesting and issuance of another 653 shares of Common Stock so earned. The remaining 654 shares have been earned, but are not yet vested.

(6) All shares are owned directly, except for 128 shares which are owned indirectly, through 401(k) plan.

(7) Includes Employee Stock Options to purchase up to 20,000 shares of Common Stock granted on October 29, 2015 that vest 25% after 1 year and then the remainder vests 1/36 each month for 3 years

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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