

RYDER SYSTEM INC

Form 4

May 29, 2014

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 *
Fatovic Robert D

(Last) (First) (Middle)

11690 N.W. 105 STREET

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RYDER SYSTEM INC [R]

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2014

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, CLO & Corp. Secretary

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	05/27/2014		M	4,730	A \$ 58.475 15,550	D	
Common Stock	05/27/2014		S	4,730	D \$ 84.3833 10,820 (1) (2)	D	
Common Stock	05/27/2014		M	1,785	A \$ 32.985 12,605	D	
Common Stock	05/27/2014		S	1,785	D \$ 84.3373 10,820 (2) (3)	D	
	05/28/2014		M	4,340	A \$ 49.39 15,160	D	

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Common
Stock

Common Stock	05/28/2014	S	4,340	D	\$ 85.2453 <u>(2) (4)</u>	10,820	D
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Common Stock	05/28/2014	M	18,215	A	\$ 32.985	29,035	D
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Common Stock	05/28/2014	S	18,215	D	\$ 84.5137 <u>(2) (5)</u>	10,820	D
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Common Stock	05/28/2014	M	220	A	\$ 32.985	11,040	D
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Common Stock	05/28/2014	S	220	D	\$ 85.2453 <u>(2) (4)</u>	10,820	D
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Common Stock						411	I	By Ryder Employee Savings Plan
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Common Stock						280	I	By Ryder Deferred Compensation Plan
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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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 58.475	05/27/2014		M	4,730	<u>(6)</u> 02/08/2015	Common Stock	4,730

Stock Option (right to buy)	\$ 32.985	05/27/2014	M	1,785	<u>(7)</u>	02/10/2017	Common Stock	1,785
Stock Option (right to buy)	\$ 32.985	05/28/2014	M	18,215	<u>(7)</u>	02/10/2017	Common Stock	18,215
Stock Option (right to buy)	\$ 32.985	05/28/2014	M	220	<u>(7)</u>	02/10/2017	Common Stock	220
Stock Option (right to buy)	\$ 49.39	05/28/2014	M	4,340	<u>(8)</u>	02/11/2018	Common Stock	4,340

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fatovic Robert D 11690 N.W. 105 STREET MIAMI, FL 33178			EVP, CLO & Corp. Secretary	

Signatures

/s/ Flora R. Perez by power of attorney
05/29/2014

__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) This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$84.12 to \$84.5844.
- (2) The Reporting Person will provide, upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$84.31 to \$84.40.
- (4) This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$85.22 to \$85.34.
- (5) This reflects the weighted average price at which the shares were sold. The sale prices ranged from \$84.30 to \$85.02.
- (6) The option, representing the right to purchase 18,730 shares, vests in accordance with the following schedule: 6,244 vested on February 8, 2009, 6,243 vested on February 8, 2010 and 6,243 vested on February 8, 2011.
- (7) The option, representing the right to purchase 27,220 shares, vests in accordance with the following schedule: 9,074 vested on February 10, 2011, 9,073 vested on February 10, 2012 and 9,073 vested on February 10, 2013.
- (8) The option, representing the right to purchase 19,340 shares, vests in accordance with the following schedule: 6,447 vested on February 11, 2012, 6,446 vested on February 11, 2013 and 6,447 vested on February 11, 2014.

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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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