

RYDER SYSTEM INC

Form 3

November 12, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Gleason John J

(Last) (First) (Middle)

11690 N.W. 105TH STREET

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/02/2015

3. Issuer Name and Ticker or Trading Symbol

RYDER SYSTEM INC [R]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
EVP Chief Sales Officer

5. 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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

16,636 <sup>(1)</sup>

D

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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				Shares		(I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	02/11/2018	Common Stock	8,760	\$ 49.39	D	Â
Stock Option (right to buy)	Â (3)	02/10/2019	Common Stock	12,795	\$ 53.63	D	Â
Stock Option (right to buy)	Â (4)	02/07/2023	Common Stock	11,435	\$ 58.21	D	Â
Stock Option (right to buy)	Â (5)	02/06/2024	Common Stock	10,675	\$ 71.43	D	Â
Stock Option (right to buy)	Â (6)	02/11/2025	Common Stock	8,670	\$ 93.51	D	Â
Performance-Based Restricted Stock Rights	Â (7)	Â (7)	Common Stock	1,375 (8)	\$ 0	D	Â
Performance-Based Restricted Stock Rights	Â (9)	Â (9)	Common Stock	1,120 (10)	\$ 0	D	Â
Performance-Based Restricted Stock Rights	Â (11)	Â (11)	Common Stock	855 (12)	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gleason John J 11690 N.W. 105TH STREET MIAMI, FL 33178	Â	Â	Â EVP Chief Sales Officer	Â

## Signatures

/s/Julie A. Azuaje by power of attorney 11/12/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 1,375 time-based restricted stock rights that will vest on February 8, 2016, 1,120 time-based restricted stock rights that will vest on February 7, 2017, 5,000 time-based restricted stock rights that will vest on July 29, 2017 and 855 time-based restricted stock rights that will vest on February 12, 2018.
  - (2) The stock options vested in three equal installments on February 11, 2012, February 11, 2013 and February 11, 2014.
  - (3) The stock options vested in three equal installments on February 10, 2013, February 10, 2014 and February 11, 2015.
  - (4) 3,812 stock options vested on February 8, 2014, 3,811 stock options vested on February 8, 2015 and 3,812 will vest on February 8, 2016.
  - (5) 3,559 stock options vested on February 7, 2015, 3,558 stock options will vest on February 7, 2016 and 3,558 stock options will vest on February 7, 2017.

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- (6) The stock options will vest in three equal installments on February 12, 2016, February 12, 2017 and February 12, 2018.
- The performance cycle for the performance-based restricted stock rights (PBRsRs) is segmented into three performance periods. The performance cycle ends on December 31, 2015. All PBRsRs earned will vest upon Board approval in February 2016. Any unearned PBRsRs will be forfeited.
- (7) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014, 969 PBRsRs have been earned.
- (8) The performance cycle for the PBRsRs is segmented into three performance periods. The performance cycle ends on December 31, 2016. All PBRsRs earned will vest upon Board approval in February 2017. Any unearned PBRsRs will be forfeited.
- (9) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014, 428 PBRsRs have been earned.
- (10) The performance cycle for the PBRsRs is segmented into three performance periods. The performance cycle ends on December 31, 2017. All PBRsRs earned will vest upon Board approval in February 2018. Any unearned PBRsRs will be forfeited.
- (11) The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals.
- (12)

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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