

TEAM INC  
Form 4  
October 19, 2015

**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 \*  
Ott Jeffrey L

(Last) (First) (Middle)  
13131 DAIRY ASHFORD, SUITE 600  
(Street)

SUGAR LAND, TX 77478

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TEAM INC [TISI]

3. Date of Earliest Transaction (Month/Day/Year)  
10/15/2015

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President, Quest Integrity Grp

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) |       | 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)                                    | Price |   |  |                                   |
| Common Stock <sup>(1)</sup>     | 10/15/2015                           |  | M                              | V   | 155   | A \$ 0 300,185  | D  |                                   |
| Common Stock <sup>(1)</sup>     | 10/15/2015                           |  | M                              | V   | 142   | A \$ 0 300,327  | D  |                                   |
| Common Stock <sup>(1)</sup>     | 10/15/2015                           |  | M                              | V   | 793   | A \$ 0 301,120  | D  |                                   |

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

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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) | Amount or Number of Shares |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |       |
| Restricted Stock Units                     | (2)  | 10/15/2015                           |  | A                              | 5,728   | (3)  | 10/15/2025  | Common Stock               | 5,728 |
| Restricted Stock Units                     | (2)  | 10/15/2015                           |  | M                              | 155   | (4)  | 10/14/2021  | Common Stock               | 155   |
| Restricted Stock Units                     | (5)  | 10/15/2015                           |  | F                              | 94  | (5)  | 10/14/2021  | Common Stock               | 94    |
| Restricted Stock Units                     | (2)  | 10/15/2015                           |  | M                              | 142   | (6)  | 10/15/2022  | Common Stock               | 142   |
| Restricted Stock Units                     | (5)  | 10/15/2015                           |  | F                              | 86  | (5)  | 10/15/2022  | Common Stock               | 86    |
| Restricted Stock Units                     | (2)  | 10/15/2015                           |  | M                              | 793   | (7)  | 10/15/2023  | Common Stock               | 793   |
| Restricted Stock Units                     | (5)  | 10/15/2015                           |  | F                              | 478   | (5)  | 10/15/2023  | Common Stock               | 478   |
| Restricted Stock Units                     | (2)  |                                      |  |                                |   | (8)  | 10/15/2024  | Common Stock               | 5,222 |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Ott Jeffrey L  
13131 DAIRY ASHFORD, SUITE 600  
SUGAR LAND, TX 77478

President, Quest Integrity Grp

## Signatures

Jeffrey L. Ott

10/19/2015

    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) Represents vesting of restricted Stock Units and conversion to Team Common Stock.
- (2) Stock Units convert on a 1-for-1 basis into shares of Team Common Stock.
- (3) Stock Units vest 25% on 10/15/2016, 10/15/2017, 10/15/2018 and 10/15/2019, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
- (4) Stock Units vest 25% on 10/15/2012, 10/15/2013, 10/15/2014 and 10/15/2015, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
- (5) Represents the portion of Stock Units withheld for income taxes prior to settlement in Common Stock.
- (6) Stock Units vest 25% on 10/15/2013, 10/15/2014, 10/15/2015 and 10/15/2016, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
- (7) Stock Units vest 25% on 10/15/2014, 10/15/2015, 10/15/2016 and 10/15/2017, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
- (8) Stock Units vest 25% on 11/4/2015, 10/15/2016, 10/15/2017 and 10/15/2018, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.

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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