Howell Peyton R Form 4 November 13, 2017

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Howell Peyton R

(First) (Middle)

1300 MORRIS DRIVE

(Street)

2. Issuer Name and Ticker or Trading Symbol

AMERISOURCEBERGEN CORP

[ABC] 3. Date of Earliest Transaction

(Month/Day/Year) 11/08/2017

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

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner Other (specify \_X\_\_ Officer (give title ) below)

**Executive Vice President** 

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

#### CHESTERBROOK, PA 19087

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D) 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	11/08/2017		Code V M	Amount 1,200 (1)	(D)	Price \$ 37.37	38,335	D	
Common Stock	11/08/2017		S	1,200 (1)	D	\$ 74.87	37,135	D	
Common Stock	11/08/2017		M	1,800 (1)	A	\$ 40.21	38,935	D	
Common Stock	11/08/2017		S	1,800 (1)	D	\$ 74.87	37,135	D	
Common Stock	11/10/2017		M	2,705 (2)	A	\$ 0	45,699 (3)	D	

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Common Stock 11/10/2017 F 1,237 D \$ 75 44,462 (3) D

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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number to 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 Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of Sh
Non-qualified Stock Option (Right to Buy)	\$ 37.37	11/08/2017		M	1,200 (1)	03/01/2013(4)	03/01/2019	Common Stock	
Non-qualified Stock Option (Right to Buy)	\$ 40.21	11/08/2017		M	1,800 (1)	11/14/2013 <u>(5)</u>	11/14/2019	Common Stock	1
Restricted Stock Units	(2) (6)	11/10/2017		M	2,705	11/12/2017	11/12/2021	Common Stock	2

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Howell Peyton R							

1300 MORRIS DRIVE CHESTERBROOK, PA 19087 **Executive Vice President** 

# **Signatures**

John G. Chou for Peyton R. Howell

\*\*Signature of Reporting Person Date

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### **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) The exercise of stock options and the sale of common stock reflected in this Form 4 were pursuant to a Rule 10b-5 trading plan dated August 21, 2017 governing stock options scheduled to expire on March 1, 2019 and November 14, 2019
- (2) Annual grant of restricted stock units that vests 100% on the third anniversary of the date of grant for no consideration.
- (3) Balance reflects approximately 5,859 shares of common stock inadvertently omitted from the reporting party's Form 3 report on August 19, 2011.
- (4) Exercisable in four equal annual installments on 03/01/13, 03/01/14, 03/01/15 and 03/01/2016
- (5) Exercisable in four equal annual installments on 11/14/13, 11/14/14, 11/14/15 and 11/14/16
- (6) Annual grant of restricted stock units received for no consideration and vests 100% on the third anniversary of the date of grant Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.