

Brunner Robert E
Form 4
March 18, 2019

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 *
Brunner Robert E

2. Issuer Name and Ticker or Trading Symbol
NN INC [NNBR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6210 ARDREY KELL ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2019

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

CHARLOTTE, NC 28277

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/05/2019		G	V 12,766 D \$0 0		I	By wife
Common Stock	02/05/2019		G	V 12,766 A \$0 16,766		I	By Family LLC ⁽¹⁾
Common Stock	02/06/2019		G	V 12,766 D \$0 4,073		D	
Common Stock	02/06/2019		G	V 12,766 A \$0 29,532		I	By Family LLC ⁽¹⁾
Common Stock	03/14/2019		A ⁽²⁾	12,610 A \$0 16,683		D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Nature of Derivative Security.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for Brunner Robert E at 6210 ARDREY KELL ROAD, CHARLOTTE, NC 28277 with an 'X' in the 10% Owner column.

Signatures

/s/ Matthew S. Heiter by Power of Attorney 03/18/2019
**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).
Shares are held by Kiroki Investments, LLC of which revocable living trusts of the reporting person and his wife are the sole members.
(1) The reporting person disclaims beneficial ownership of the shares owned by Kiroki Investments, LLC except to the extent of his pecuniary interest therein.
(2) Shares are restricted stock and vest on March 14, 2020.

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.