WINMARK CORP Form 4

August 05, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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subject to Section 16. Form 4 or Form 5 obligations may continue.

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Zola Steven C Issuer Symbol WINMARK CORP [WINA] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X_ Director 10% Owner Other (specify X_ Officer (give title 605 HWY 169 N, SUITE 400 08/03/2016 below) below) President, Winmark Capital (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MINNEAPOLIS, MN 55441 Person

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative :	Secur	ities Acc	quired, Disposed	of, or Beneficial	lly 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 etion(A) or Disposed of (D) 3) (Instr. 3, 4 and 5)		Securities Form: Di- Beneficially (D) or Owned Indirect (Following (Instr. 4)		7. Nature of t Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	08/03/2016		S	282	D	\$ 99	3,072	D	
Common Stock	08/04/2016		S	2	D	\$ 99	3,070	D	
Common Stock	08/05/2016		S	20	D	\$ 98.9	3,050	D	
Common Stock							48,988	I	by Zola Living Trust
Common Stock							500	I	Child 1

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Common Stock						500	I	Child 2	
Common Stock						500	I	Child 3	
Reminder: Re	port on a sepa	rate line for each class	of securities benefic	Persons informat required	who resp tion conta I to respoi a current	indirectly. cond to the collegined in this form the colleging the following the colleging the colle	n are not rm	SEC 1474 (9-02)	
			ive Securities Acqui ts, calls, warrants, c				d		
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. Transactic Code (Instr. 8)	5. DriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year			Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.96					12/13/2008(1)	12/13/2017	Common Stock	17,686
Employee Stock Option (right to buy)	\$ 16.52					08/13/2009(1)	08/13/2018	Common Stock	8,437
Employee									

Stock

Option

(right to buy)

Employee Stock

Option

(right to buy)

\$ 12.75

\$ 13.01

5,786

7,306

Common

Stock

Common

Stock

12/11/2009(1) 12/11/2018

06/01/2010(1) 06/01/2019

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Employee Stock Option (right to buy)	\$ 22.15	12/10/2010(1)	12/10/2019	Common Stock	7,500
Employee Stock Option (right to buy)	\$ 31.19	06/01/2011(1)	06/01/2020	Common Stock	7,113
Employee Stock Option (right to buy)	\$ 32.92	12/14/2011 <u>(1)</u>	12/14/2020	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 37.76	06/01/2012(1)	06/01/2021	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 53.34	12/08/2012(1)	12/08/2021	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 51.17	06/01/2013(1)	06/01/2022	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 55.72	12/13/2013(1)	12/13/2022	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 59.77	06/01/2014(1)	06/01/2023	Common Stock	9,250
Employee Stock Option (right to buy)	\$ 82.72	12/16/2014(1)	12/16/2023	Common Stock	9,250
	\$ 66.29	06/01/2015 <u>(1)</u>	06/01/2024		8,500

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Employee Stock Option (right to buy)				Common Stock	
Employee Stock Option (right to buy)	\$ 80.32	12/15/2015 <u>(1)</u>	12/15/2024	Common Stock	8,500
Employee Stock Option (right to buy)	\$ 91.93	06/01/2016 <u>(1)</u>	06/01/2025	Common Stock	6,800
Employee Stock Option (right to buy)	\$ 90.99	12/14/2016 <u>(1)</u>	12/14/2025	Common Stock	6,800
Employee Stock Option (right to buy)	\$ 98.25	06/01/2017(1)	06/01/2026	Common Stock	5,000

Relationshins

Reporting Owners

Reporting Owner Name / Address	Ketationships					
	Director	10% Owner	Officer	Othe		
Zola Steven C 605 HWY 169 N SUITE 400 MINNEAPOLIS, MN 55441	X		President, Winmark Capital			

Signatures

/s/ Anthony D. Ishaug on behalf of Steven C.
Zola

**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) 25% per year for 4 years

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.

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