

Dilorio Richard
Form 4
April 01, 2019

FORM 4

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Dilorio Richard

(Last) (First) (Middle)

31700 RESEARCH PARK DRIVE

(Street)

MADISON HEIGHTS, MI 48071

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

InfuSystem Holdings, Inc [INFU]

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

03/28/2019

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 & CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/28/2019		M	25,000	A <u>(1)</u>	117,028	D
Common Stock	03/28/2019		F	7,350	D <u>(2)</u>	109,678	D
Common Stock	03/29/2019		M	200,000	A <u>(3)</u>	309,678	D
Common Stock	03/29/2019		F	117,754	D <u>(4) (5)</u>	191,924	D

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

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(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)	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 Security (Instr. 3 and 4)	8. Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Rights	\$ 2	03/29/2019		M	200,000	12/31/2018	03/31/2019	Common Stock 200,000
Restricted Stock Units	(1)	03/28/2019		M	25,000	(1)	(1)	Common Stock 25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dilorio Richard 31700 RESEARCH PARK DRIVE MADISON HEIGHTS, MI 48071	X		President & CEO	

Signatures

/s/ Richard
DiLorio 04/01/2019

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).
- (1) Represents the acquisition of the Issuer's common stock by reporting person pursuant to the vesting and settlement of a portion of the restricted stock units (RSUs) granted on August 23, 2018. Restricted stock units convert into common stock on a one-for-one basis.
- (2) Represents the withholding of the Issuer's common stock for the tax liability associated with the vesting and settlement of a portion of the restricted stock units (RSUs) granted on August 23, 2018.
- (3) Represents the acquisition of the Issuer's common stock by reporting person pursuant to the exercise of the Stock Appreciation Rights granted on November 15, 2017.

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- (4) Represents the difference between the number of the Stock Appreciation Rights exercised and the number of shares issued as a result of the exercise.
- (5) Represents the withholding of the Issuer's common stock for the tax liability associated with the exercise of the Stock Appreciation Rights granted on November 15, 2017.

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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