

APPLIED INDUSTRIAL TECHNOLOGIES INC

Form 4

August 15, 2016

**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 \*  
**BAUER FRED D**

(Last) (First) (Middle)  
**ONE APPLIED PLAZA**  
  
(Street)

**CLEVELAND, OH 44115**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**APPLIED INDUSTRIAL TECHNOLOGIES INC [AIT]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/11/2016**

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)  
**VP-General Counsel & Secretary**

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)
			Code	V Amount or Price			
Common Stock	08/11/2016		A	1,077 (1)	\$ 0	D	
Common Stock	08/11/2016		A	1,900 (2)	\$ 0	D	
Common Stock	08/11/2016		F	588 (3)	\$ 48.19	D	
Common Stock	08/13/2016		F	658 (4)	\$ 45.79	D	
Common Stock					4,129.74	I	Retirement Savings Plan

Common Stock	85.19	I	Supplemental Defined Contribution Plan
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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)	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)
Stock Appreciation Rights	\$ 48.19	08/11/2016		A	13,200	08/11/2017 <sup>(5)</sup> 08/11/2026	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAUER FRED D ONE APPLIED PLAZA CLEVELAND, OH 44115			VP-General Counsel & Secretary	

## Signatures

Dianne Misenko/POA for Fred D. Bauer  
08/15/2016  
\*\*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) Performance shares "banked" as a result of 2016 performance. Performance shares vest at end of three-year program and are settled in shares of Applied common stock.

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- (2) Restricted stock units that vest three years from the date of grant and are settled in shares of Applied common stock.
- (3) Shares withheld by Registrant to satisfy tax withholding obligations on vesting of performance shares.
- (4) Shares withheld by Registrant to satisfy tax withholding obligations on vesting of restricted stock units.
- (5) Stock-only stock appreciation rights which become exercisable in annual increments of 25% commencing one year after 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.

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