

RYDER SYSTEM INC

Form 3

March 23, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Sensing John S.

(Last) (First) (Middle)

11690 N.W. 105TH STREET

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/16/2015

3. Issuer Name and Ticker or Trading Symbol

RYDER SYSTEM INC [R]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

President, Global Supply Chain

5. 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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

8,502 ⁽¹⁾

D

A

Common Stock

226

I

By Ryder Employee Savings Plan

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	02/08/2016	02/07/2023	Common Stock	1,042	\$ 58.21	D	Â
Stock Option (right to buy)	Â ⁽²⁾	02/06/2024	Common Stock	2,490	\$ 71.43	D	Â
Stock Option (right to buy)	Â ⁽³⁾	02/11/2025	Common Stock	11,920	\$ 93.51	D	Â
Performance-Based Restricted Stock Rights	Â ⁽⁴⁾	Â ⁽⁴⁾	Common Stock	388 ⁽⁵⁾	\$ 0	D	Â
Performance-Based Restricted Stock Rights	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Stock	409 ⁽⁷⁾	\$ 0	D	Â
Performance-Based Restricted Stock Rights	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	2,355 ⁽⁹⁾	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sensing John S. 11690 N.W. 105TH STREET MIAMI, FL 33178	Â	Â	Â President, Global Supply Chain	Â

Signatures

/s/Flora R. Perez by power of attorney 03/23/2015

 **Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 7,500 time-based restricted stock rights that will vest on February 7, 2016, 375 time-based restricted stock rights that will vest on February 8, 2016 and 390 time-based restricted stock rights that will vest on February 7, 2017.
- (2) 1,245 stock options will vest on February 7, 2016 and 1,245 stock options will vest on February 7, 2017.
- (3) The stock options will vest in three equal installments on February 12, 2016, February 12, 2017 and February 12, 2018.
The performance cycle for the performance-based restricted stock rights (PBRsRs) is segmented into three performance periods. The
- (4) performance cycle ends on December 31, 2015. All PBRsRs earned will vest upon Board approval in February 2016. Any unearned PBRsRs will be forfeited.
The PBRsRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the
- (5) number of PBRsRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014 263 PBRsRs have been earned.
The performance cycle for the performance-based restricted stock rights (PBRsRs) is segmented into three performance periods. The
- (6) performance cycle ends on December 31, 2016. All PBRsRs earned will vest upon Board approval in February 2017. Any unearned PBRsRs will be forfeited.

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- The PBRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the
- (7) number of PBRs granted based on the Company achieving certain threshold, target or maximum performance goals. As of December 31, 2014 149 PBRs have been earned.

- The performance cycle for the performance-based restricted stock rights (PBRs) is segmented into three performance periods. The
- (8) performance cycle ends on December 31, 2017. All PBRs earned will vest upon Board approval in February 2018. Any unearned PBRs will be forfeited.

- (9) The PBRs represent a contingent right to receive that number of shares of Ryder common stock equal to a maximum of 125% of the number of PBRs granted based on the Company achieving certain threshold, target or maximum performance goals.

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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