Loosbrock Julie M Form 4 January 23, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

2005 Estimated average

burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting I Loosbrock Julie M	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (M	(Last) (First) (Middle) 3. Date of Earliest Transaction		(Check all applicable)		
3680 VICTORIA STREET N	_	(Month/Day/Year) 01/19/2018	Director 10% Owner X Officer (give title Other (specify below) Sr. V.P., Human Resources		
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)  X Form filed by One Reporting Person		
SHOREVIEW, MN 55126			Form filed by More than One Reporting Person		

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	rities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4)	Indirect Beneficial Ownership	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	01/19/2018		A	1,059	A	<u>(1)</u>	14,335	D	
Common Stock	01/19/2018		F	505	D	\$ 77.36	13,830 (2)	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: Loosbrock Julie M - Form 4

## 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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	iorof Derivative	Expiration Date (Month/Day/Year	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (3)					<u>(3)</u>	01/25/2018	Common Stock	739	
Restricted Stock Units	\$ 0 (4)					<u>(4)</u>	01/24/2019	Common Stock	298	
Restricted Stock Units	\$ 0 (5)	01/19/2018		A	732	<u>(5)</u>	01/19/2020	Common Stock	732	
Common Stock Option	\$ 67.08					02/12/2016(6)	02/12/2022	Common Stock	1,604	
Common Stock Option	\$ 54.3					02/17/2017 <u>(6)</u>	02/17/2023	Common Stock	6,665	
Common Stock Option	\$ 75.61					02/23/2018(6)	02/23/2024	Common Stock	5,828	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
roporous o muor runno, runno oso	Director	10% Owner	Officer	Other		
Loosbrock Julie M						
3680 VICTORIA STREET N.			Sr. V.P., Human Resources			
SHOREVIEW MN 55126						

Reporting Owners 2

### **Signatures**

J. Michael Schroeder as Power of Attorney for Julie M. Loosbrock

01/23/2018

\*\*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) This award reflects the settlement of performance share units that were determined to vest based on the level of achievement of the specified performance targets.
- (2) Total ownership includes 3,993 shares of restricted stock.
- Restricted Stock Units were awarded on 1/25/16 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2015 annual incentive compensation in restricted stock units in lieu of cash.
- Restricted Stock Units were awarded on 1/24/17 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2016 annual incentive compensation in restricted stock units in lieu of cash.
- Restricted Stock Units were awarded on 1/19/18 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2017 annual incentive compensation in restricted stock units in lieu of cash.
- Options vest in three equal installments on the three succeeding anniversary dates of the date of grant, provided the holder remains an employee of the Company. Date entered reflects date on which first installment vests(ed).

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.

Signatures 3