

INSTEEL INDUSTRIES INC
Form 5
October 01, 2014

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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
Number: 3235-0362
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1. Name and Address of Reporting Person *
WOLTZ H O III

(Last) (First) (Middle)

1373 BOGGS DRIVE

(Street)

MOUNT AIRY, NC 27030

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INSTEEL INDUSTRIES INC [IIN]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
03/06/2014

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)
Chairman, President and CEO

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/06/2014	Â	G5	250 D \$ 0	514,513	D	Â
Common Stock	08/13/2014	Â	G5	80 D \$ 0	514,513	D	Â
Common Stock	09/18/2014	Â	G5	2,100 D \$ 0	514,513	D	Â
Common Stock	09/12/2014	Â	G5	3,910 D \$ 0	356,920	I	co-trustee of trusts

established
by Howard
O. Woltz, Jr.

Common Stock (Restricted Stock Units)	Â	Â	Â	Â	Â	Â	59,157	D	Â	
Common Stock	Â	Â	Â	Â	Â	Â	8,513	I	co-executor of Howard O. Woltz, Jr. Estate	
Common Stock	Â	Â	Â	Â	Â	Â	21,222	I	Custodial account for minor child	

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock (Right to Buy)	\$ 20.5	Â	Â	Â	Â Â	Â <u>(1)</u> 08/12/2024	Common Stock	21,216
Common Stock (Right to Buy)	\$ 19.08	Â	Â	Â	Â Â	Â <u>(1)</u> 02/12/2024	Common Stock	21,645
Stock Option (Right to Buy)	\$ 10.23	Â	Â	Â	Â Â	Â <u>(1)</u> 08/21/2022	Common Stock	21,978

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Stock Option (Right to Buy)	\$ 13.06	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	02/21/2022	Common Stock	16,501
Stock Option (Right to Buy)	\$ 10.72	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/08/2021	Common Stock	10,309
Stock Option (Right to Buy)	\$ 12.43	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	02/08/2021	Common Stock	8,532
Stock Option (Right to Buy)	\$ 17.22	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/12/2023	Common Stock	21,583
Stock Option (Right to Buy)	\$ 16.45	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	02/12/2023	Common Stock	20,921
Stock Option (Right to Buy)	\$ 16.69	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/19/2018	Common Stock	15,957
Stock Option (Right to Buy)	\$ 17.11	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	02/13/2017	Common Stock	14,395
Stock Option (Right to Buy)	\$ 20.27	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/13/2017	Common Stock	11,878
Stock Option (Right to Buy)	\$ 20.26	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/14/2016	Common Stock	6,369
Stock Option (Right to Buy)	\$ 15.64	Â	Â	Â	Â	Â	Â	Â <u>(1)</u>	02/14/2016	Common Stock	9,144

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

WOLTZ H O III
1373 BOGGS DRIVE
MOUNT AIRY, NC 27030

Chairman, President and CEO

Signatures

James F. Petelle for H. O.
Woltz III

10/01/2014

****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) Options vest 1/3 annually beginning one year from grant date.

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