

Silicon Graphics International Corp
 Form 4
 August 12, 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 *
 Conceicao Cassio

2. Issuer Name and Ticker or Trading Symbol
 Silicon Graphics International Corp
 [SGI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP, Chief Operating Officer

(Last) (First) (Middle)
 C/O SGI, 900 N. MCCARTHY BOULEVARD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/10/2016

MILPITAS, CA 95035

4. 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

(City) (State) (Zip)

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Security
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(Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Restricted Stock Units	(1)	08/10/2016	A		41,250		(2)	(3)	Common Stock	4
Performance-Based Restricted Stock Units	(1)	08/10/2016	A		6,875		(4)	(3)	Common Stock	6
Performance-Based Restricted Stock Units	(1)	08/10/2016	A		6,875		(5)	(3)	Common Stock	6
Performance-Based Restricted Stock Units	(1)	08/10/2016	A		9,750		(6)	(3)	Common Stock	9

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Conceicao Cassio C/O SGI 900 N. MCCARTHY BOULEVARD MILPITAS, CA 95035			EVP, Chief Operating Officer	

Signatures

/s/ Kirk O. Williams as Attorney in Fact for Cassio
Conceicao

08/12/2016

__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) Each restricted stock unit represents a contingent right to receive one share of Common Stock.
- (2) This restricted stock unit award will vest over (3) three years, vesting 1/12 of the shares quarterly.
- (3) Restricted Stock Units have no expiration date.

(4) This performance-based restricted stock unit award grant (PSU) is subject to a Total Stockholder Return performance metric determined by the Compensation Committee of the Company's Board of Directors (Compensation Committee). Vesting for this PSU is 33% one year after the initial grant date, with quarterly vesting over the remaining 2 years if the performance metric is deemed obtained by the Compensation Committee. Upon a change in control of the Company, such performance metric will be deemed obtained.

(5)

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This PSU is subject to performance metrics: 50% revenue and 50% operating income as determined by the Compensation Committee. Vesting for this PSU is 33% one year after the initial grant date, with quarterly vesting over the remaining 2 years if the performance metrics are deemed obtained by the Compensation Committee. Upon a change in control of the Company, such performance metrics will be deemed obtained.

- (6) This PSU was based upon attainment by the Company of performance metrics previously established by the Compensation Committee for the fiscal year ending June 24, 2016. Attainment of such performance metrics was determined by the Compensation Committee on August 10, 2016. Vesting for this PSU is 25% one year after the initial grant date of August 12, 2015, with the remaining portion of the PSU vesting in twelve equal, successive quarterly installments over an additional three years, subject to continued service.

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.