

SeaSpine Holdings Corp  
 Form 4  
 June 09, 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 \*  
**HENNEMAN JOHN B III**  
  
 (Last) (First) (Middle)  
**C/O SEASPINE HOLDINGS CORPORATION,, 5770 ARMADA DRIVE**  
  
 (Street)  
**CARLSBAD, CA 92008**  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**SeaSpine Holdings Corp [SPNE]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**06/07/2016**

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

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount (D) Price                                                                              |                                                          |                                   |
| Common Stock                    | 06/07/2016                           |                                                    | A                              |                                                                   | 10,010 (1)<br>\$ 0 18,903 (2)                                                                 | D                                                        |                                   |

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)**

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| 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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option (right to buy)                | \$ 9.99                                                | 06/07/2016                           |                                                    | A                              | 13,920                                                                                  | (3) 06/07/2026                                           | Common Stock                                                  | 13,920                        |

## Reporting Owners

| Reporting Owner Name / Address                                                                      | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                     | Director      | 10% Owner | Officer | Other |
| HENNEMAN JOHN B III<br>C/O SEASPIN HOLDINGS CORPORATION,<br>5770 ARMADA DRIVE<br>CARLSBAD, CA 92008 | X             |           |         |       |

## Signatures

/s/ Paul Benny, Attorney-in-Fact for John B. Henneman  
 06/09/2016

\_\_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) The restricted stock award vests in four equal installments on each of September 7, 2016, December 7, 2016, March 7, 2017 and June 7, 2017, subject to the Reporting Person's continued service on the board of directors of SeaSpine Holdings Corporation ("SeaSpine") through each vesting date. The restricted stock award will also vest upon a change in control of SeaSpine and upon the death or disability of the Reporting Person.
- (2) On July 1, 2015, Integra LifeSciences Holdings Corporation ("Integra") distributed 100% of the shares of common stock of SeaSpine that it owned to Integra stockholders of record as of the close of business on June 19, 2015. The distribution was made to the stockholders of Integra on a pro rata basis by means of a share dividend. Integra distributed to its stockholders one share of SeaSpine common stock for every three shares of Integra common stock held by stockholders of Integra as of the close of business on June 19, 2015. The distribution of SeaSpine shares was exempt from Section 16 of the Exchange Act by Rule 16a-9. Includes 8,893 shares of SeaSpine issued to the Reporting Person pursuant to the distribution in respect of shares of Integra held by him prior to the distribution.
- (3) The option vests in four equal installments on each of September 7, 2016, December 7, 2016, March 7, 2017 and June 7, 2017, subject to the Reporting Person's continued service on the board of directors of SeaSpine through each vesting date. The option will also vest upon a change in control of SeaSpine and upon the death or disability of the Reporting Person.

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.