#### FEDERAL SIGNAL CORP /DE/

Form 4

January 04, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

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

Check this box

**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. See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Hudson Ian A.

FEDERAL SIGNAL CORP /DE/ [FSS]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director X\_ Officer (give title

10% Owner Other (specify

1415 WEST 22ND STREET, SUITE 12/31/2016

(Month/Day/Year)

below) V.P. and Corporate Controller

1100

(City)

(Street)

(State)

(Zin)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

OAK BROOK, IL 60523

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Insaction(A) or Disposed of (D)  de (Instr. 3, 4 and 5)  Securities  Beneficially  Owned  Following			Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/31/2016		M	8,288	A	(1)	29,387	D		
Common Stock	12/31/2016		F	4,219	D	\$ 15.61	25,168 <u>(2)</u>	D		

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

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# 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. Transactic Code (Instr. 8)			-		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	ŕ	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Rights	(1)	12/31/2016		M	8,2	288	<u>(1)</u>	12/31/2016	Common Stock	8,288

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hudson Ian A. 1415 WEST 22ND STREET SUITE 1100 OAK BROOK, IL 60523

V.P. and Corporate Controller

## **Signatures**

Daniel A. DuPre, attorney-in-fact for Ian A. Hudson

01/04/2017

\*\*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).
- Each performance right represented a contingent right to receive up to two shares of the Company's common stock based on a one year performance metric. The number of shares was dependent on the Company's earnings per share (EPS) and return on invested capital for the one year performance period.
- (2) Some shares are subject to restrictions and forfeiture under Company Stock Benefit Plan.

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.

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