

ROBERTS DAVID A
Form 4
September 14, 2018

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 *
ROBERTS DAVID A

2. Issuer Name and Ticker or Trading Symbol
CARLISLE COMPANIES INC
[CSL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/13/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O CARLISLE COMPANIES INCORPORATED, 16430 N. SCOTTSDALE ROAD, SUITE 400

(Street)

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

SCOTTSDALE, AZ 85254

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/13/2018		M		36,533 A \$ 18.57	131,565 ⁽¹⁾	D
Common Stock	09/13/2018		S		36,533 D \$ 127.52	95,032 ⁽²⁾	D
Common Stock						147,075 ⁽³⁾	I See footnote 3

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 18.57	09/13/2018		M	36,533	<u>(4)</u> 02/03/2019	Common Stock	36,533	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBERTS DAVID A C/O CARLISLE COMPANIES INCORPORATED 16430 N. SCOTTSDALE ROAD, SUITE 400 SCOTTSDALE, AZ 85254	X			

Signatures

/s/ David A. Roberts by Michael L. Roberson,
attorney-in-fact

09/14/2018

__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) See Footnote 3. Excludes 57,142 shares transferred to two Grantor Retained Annuity Trusts created on February 26, 2018 for the benefit of the reporting person's children of which the reporting person is trustee and includes (i) 14,107 shares transferred from three separate Grantor Retained Annuity Trusts upon distribution from these trusts of which the reporting person is trustee and (ii) 4,206 shares transferred from a Grantor Retained Annuity Trust upon distribution from this trust of which the reporting person's spouse is trustee.

(2) This transaction was executed in multiple trades at prices ranging from \$127.28 to \$127.86. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

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- Consists of (i) 111,138 shares held in Grantor Retained Annuity Trusts for the benefit of the reporting person's children of which the reporting person is trustee, of which 57,142 shares were reclassified as indirect ownership upon the creation of two separate Grantor Retained Annuity Trusts on February 26, 2018 for the benefit of the reporting person's children of which the reporting person is trustee, and of which 14,107 shares were reclassified as direct ownership upon distribution from three separate Grantor Retained Annuity Trusts,
- (3) (ii) 24,177 shares held in a Grantor Retained Annuity Trust for the benefit of the reporting person's children of which the reporting person's spouse is trustee, of which 4,206 shares were reclassified as direct ownership upon distribution from this Grantor Retained Annuity Trust, and (iii) 11,760 shares held in trust for the benefit of the reporting person's children of which the reporting person's spouse is trustee.
- (4) The option vested in three equal annual installments beginning on February 4, 2010.
- (5) The transaction is the exercise of a derivative security.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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