

POOL CORP  
Form 4  
November 16, 2015

**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 \*  
STOKELY JOHN E

(Last) (First) (Middle)  
12112 COUNTRY HILLS CT  
(Street)  
GLEN ALLEN, VA 23059  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
POOL CORP [POOL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/12/2015

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 11/12/2015                           |  | M                              | A   | \$ 21.15 33,197   | D  |   |
| Common Stock                    | 11/12/2015                           |  | S                              | D   | \$ 81.7616 28,397<br>(1)  | D  |   |
| Common Stock                    | 11/12/2015                           |  | M                              | A   | \$ 38.79 36,897   | D  |   |
| Common Stock                    | 11/12/2015                           |  | S                              | D   | \$ 81.7616 28,397<br>(1)  | D  |   |
| Common Stock                    | 11/13/2015                           |  | M                              | A   | \$ 21.15 35,115   | D  |   |

Stock

|        |            |  |   |       |    |            |        |   |
|--------|------------|--|---|-------|----|------------|--------|---|
| Common |            |  |   |       | \$ |            |        |   |
| Stock  | 11/13/2015 |  | S | 6,718 | D  | 80.6479    | 28,397 | D |
|        |            |  |   |       |    | <u>(2)</u> |        |   |

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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 21.15   | 11/12/2015                           |  | M                              | 4,800   | 05/06/2009 05/06/2018                                    | Common Stock  | 4,800                         |
| Non-Qualified Stock Option (right to buy)  | \$ 21.15   | 11/13/2015                           |  | M                              | 6,718   | 05/06/2009 05/06/2018                                    | Common Stock  | 6,718                         |
| Non-Qualified Stock Option (right to buy)  | \$ 38.79   | 11/12/2015                           |  | M                              | 8,500   | 02/08/2007 02/08/2016                                    | Common Stock  | 8,500                         |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| STOKELY JOHN E<br>12112 COUNTRY HILLS CT<br>GLEN ALLEN, VA 23059 | X             |           |         |       |

## Signatures

By: Craig K Hubbard For: John  
Stokely

11/16/2015

\_\_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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.50 to \$82.09, inclusive. The reporting person undertakes to provide to Pool Corporation, any security holder of Pool Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.50 to \$81.05, inclusive. The reporting person undertakes to provide to Pool Corporation, any security holder of Pool Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

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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