

BAXTER INTERNATIONAL INC

Form 3

July 02, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Felicelli Robert

(Last) (First) (Middle)

ONE BAXTER PARKWAY

(Street)

DEERFIELD,Â ILÂ 60015

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/30/2015

3. Issuer Name and Ticker or Trading Symbol

BAXTER INTERNATIONAL INC [BAX]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

CVP, Quality

5. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, \$1 par value

12,664

D

Â

Common Stock, \$1 par value

852

I

By 401(k) Plan

Common Stock, 1 par value

394 ⁽¹⁾

I

In an account held jointly by spouse and son

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect
Beneficial Ownership

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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Deferred Comp Plan Baxter Common Stock Fund	Â (2)	Â (2)	Common Stock, \$1 par value	2,512	\$ (3)	D	Â
Stock Option (Right to Buy)	Â (4)	09/01/2019	Common Stock, \$1 par value	5,000	\$ 56.06	D	Â
Stock Option (Right to Buy)	Â (4)	03/03/2020	Common Stock, \$1 par value	6,958	\$ 59	D	Â
Stock Option (Right to Buy)	Â (4)	03/04/2021	Common Stock, \$1 par value	7,258	\$ 53.8	D	Â
Stock Option (Right to Buy)	Â (4)	03/06/2022	Common Stock, \$1 par value	11,075	\$ 57.48	D	Â
Stock Option (Right to Buy)	Â (5)	03/05/2023	Common Stock, \$1 par value	11,102	\$ 70.24	D	Â
Stock Option (Right to Buy)	Â (6)	03/04/2024	Common Stock, \$1 par value	11,263	\$ 69.03	D	Â
Stock Option (Right to Buy)	Â (7)	03/03/2025	Common Stock, \$1 par value	25,178	\$ 69.42	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Felicelli Robert ONE BAXTER PARKWAY DEERFIELD, IL 60015	Â	Â	Â CVP, Quality	Â

Signatures

/s/ Ellen K. McIntosh, Attorney-in-Fact for Robert
Felicelli

07/02/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 reporting person disclaims beneficial ownership of the reported shares except to the extent of his pecuniary interest therein.
- (2) Reporting person allocated compensation deferred under Baxter's Deferred Compensation Plan (the "Plan") to the Baxter Common Stock Fund notional investment alternative. Reporting person's account balance is payable subject to the terms of the Plan.
- (3) 1 for 1
- (4) This option is presently exercisable in full.
- (5) Two-thirds of this option is presently exercisable. The remaining one-third becomes exercisable on March 5, 2016.
- (6) One-third of this option is presently exercisable. The remaining two-thirds become exercisable on March 4, 2016 and March 4, 2017.
- (7) This option will vest in three equal annual installments beginning on March 3, 2016, the first anniversary of the grant date.

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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