SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1			2. Transaction Date	action 2A. Deemed 3. 4. Securities Ac Execution Date, Transaction Disposed Of (D) Dav/Year) if any 51				5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial
		Table I - Nor	n-Derivative S	ecurities Acqu	uired, Disp	osed of, or Benefi	cially	Owned		
(City)	(State)	(Zip)						Person		9
NEW YORK	NY	10019					X	Form filed by On Form filed by Mo		
(Street)			4. If Am	endment, Date of C	Driginal Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group	Filing (Check A	pplicable
(Last) 521 WEST 571	(First) TH STREET	(Middle)	3. Date 01/30/	of Earliest Transac 2020	tion (Month/D	ay/Year)		Con	troller	,
1. Name and Address of Reporting Person [*] Anderson Robert G.				r Name and Ticker RNATIONA GRANCES II	<u>L FLAVC</u>) <u>RS &</u>		ationship of Reportin all applicable) Director Officer (give title below)	g Person(s) to Issuer 10% Owner Other (specify below)	

	Date (Month/Day/Year)	if any '	Transaction Code (Instr. 8)					Beneficially Owned Following	(D) or Indirect	Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)	
Common Stock								12,853.717	D		

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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	re s I (A) sed str.	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Equivalent Unit	(1)	01/30/2020		A		9.077 ⁽²⁾		(3)	(3)	Common Stock	9.077	\$132.97	4,834.144	D	
Purchased Restricted Stock Units	(4)							04/01/2022	04/01/2022	Common Stock	1,741		1,741	D	
Purchased Restricted Stock Units	(4)							04/02/2021	04/02/2021	Common Stock	1,713		1,713	D	
Purchased Restricted Stock Units	(4)							04/03/2020	04/03/2020	Common Stock	1,512		1,512	D	

Explanation of Responses:

1. The Stock Units ("Units") convert to Common Stock on a one-for-one basis.

2. Reflects Units under the Company's deferred compensation plan resulting from deferral of compensation and the 25% premium contributed by the Company on such Units. Units contributed by the Company are subject to vesting based on continued employment through December 31, 2021.

3. The Units are payable in Common Stock upon earlier of termination of employment or January 1 following retirement.

4. The Purchased Restricted Stock Units ("PRSUs") convert to Common Stock on a one-for-one basis.

/s/ Nanci Prado, attorney in fact 02/03/2020

** Signature of Reporting Person Date

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

* 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).

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

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 Number.