

Glazer Walter P. Jr.
Form 4
March 08, 2019

FORM 4

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

OMB APPROVAL

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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 *
Glazer Walter P. Jr.

2. Issuer Name and Ticker or Trading Symbol
ESCALADE INC [ESCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
817 MAXWELL AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2019

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

EVANSVILLE, IN 47711

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/08/2019 | | M | 1,425 A <u>(1)</u> | 163,707 | D | |
| Common Stock | | | | | 8,500 | I | Shares held by spouse |

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

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SEC 1474 (9-02)

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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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Stock Units | (1) (2) | 03/08/2019 | | M | 1,425 | (3) (3) | Common Stock | 1,425 |
| Restricted Stock Units | (2) | 03/06/2019 | | A | 2,850 | (4) 03/06/2021 | Common Stock | 2,850 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Glazer Walter P. Jr. 817 MAXWELL AVENUE EVANSVILLE, IN 47711 | X | | | |

Signatures

/s/WALTER P.
GLAZER, JR. 03/08/2019

**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) Restricted Stock Units (RSUs) converted into common stock on a one-for-one basis.

(2) Each RSU represents a right to receive one share of ESCA common stock granted pursuant to the Escalade, Incorporated 2017 Incentive Plan (Escalade 2017 Plan).

(3) On March 8, 2018, the reporting person was granted 2,850 RSUs pursuant to the Escalade 2017 Plan, of which 1,425 RSUs vested and settled on March 8, 2019, as reported in this Form 4. The remaining 1,425 RSUs will vest and settle on March 8, 2020, provided that the reporting person remains a director of Escalade as of such vesting date. All RSUs were settled in shares of ESCA common stock.

(4) On March 6, 2019, the reporting person was granted 2,850 RSUs pursuant to the Escalade 2017 Plan, which will vest one-half on March 6, 2020 and one-half on March 6, 2021, provided that the reporting person remains a director of Escalade as of such vesting 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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