

Sullivan L Joseph
 Form 4
 April 17, 2018

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 *
 Sullivan L Joseph

2. Issuer Name and Ticker or Trading Symbol
 LOGITECH INTERNATIONAL SA [LOGI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Sr. VP, Worldwide Operations

(Last) (First) (Middle)
 C/O LOGITECH, INC., 7700 GATEWAY BLVD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/15/2018

NEWARK, CA 94560

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 or Price | | |
| Registered Shares ⁽¹⁾ | 04/15/2018 | | A | | 4,050 A \$ 0 | 83,078 | D |
| Registered Shares ⁽²⁾ | 04/15/2018 | | A | | 20,145 A \$ 0 | 103,223 | D |
| Registered Shares ⁽³⁾ | 04/15/2018 | | A | | 4,476 A \$ 0 | 107,699 | D |
| Registered Shares ⁽⁴⁾ | 04/15/2018 | | A | | 3,740 A \$ 0 | 111,439 | D |
| Registered Shares | 04/15/2018 | | F ⁽⁵⁾ | | 17,336 D \$ 37.04 | 94,103 | D |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sullivan L Joseph C/O LOGITECH, INC. 7700 GATEWAY BLVD. NEWARK, CA 94560 | | | Sr. VP, Worldwide Operations | |

Signatures

/s/ Jon Shanberge as attorney in fact for L. Joseph Sullivan
 04/17/2018
 **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).
- Each restricted stock unit (RSU) represents the right to receive, following vesting, one Logitech share. The RSUs vest and convert into
- (1) shares in four equal annual installments. The first installment vests on April 15, 2019, and the next three vest on April 15, 2020, April 15, 2021 and April 15, 2022.
 - (2) These shares were acquired pursuant to the vesting of performance share units (PSUs). The number of PSUs that vested was determined based on Logitech's total shareholder return (TSR) relative to the other companies in the NASDAQ 100 over a three-year period from April 1, 2015 through March 31, 2018.
 - (3) These shares were acquired pursuant to the vesting of performance share units (PSUs) granted on April 15, 2015. The number of PSUs that vested on April 15, 2018 was based on (i) the achievement of a performance-based vesting condition based on Logitech's Non-GAAP

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Operating Margin over the four-consecutive-fiscal-quarter period ended March 31, 2016, as determined by the Compensation Committee of Logitech, and (ii) the satisfaction of the third of the time-based vesting conditions that occur in three equal annual installments.

These shares were acquired pursuant to the vesting of performance share units (PSUs) granted on April 15, 2016. The number of PSUs that vested on April 15, 2018 was based on (i) the achievement of a performance-based vesting condition based on Logitech's Non-GAAP

- (4) Operating Margin over the four-consecutive-fiscal-quarter period ended March 31, 2017, as determined by the Compensation Committee of Logitech, and (ii) the satisfaction of the second of the time-based vesting conditions that occur in three equal annual installments.

In an exempt disposition to the Issuer under rule 16b-3(e), the recipient remitted shares to the Issuer in connection with the satisfaction of

- (5) tax withholding obligations arising out of the vesting of shares with respect to performance share units and previously reported restricted stock units.

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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