

SunEdison Semiconductor Ltd
Form 3
June 02, 2016

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 Holyoak Gary
(Last) (First) (Middle)

501 PEARL DRIVE
(Street)

ST. PETERS,Â MOÂ 63376
(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
06/02/2016

3. Issuer Name **and** Ticker or Trading Symbol
SunEdison Semiconductor Ltd [SEMI]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
SVP-Global Sales & Marketing

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ 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)

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)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Employee Share Option (right to buy)	Â (1)	07/06/2025	Ordinary Shares	28,500	\$ 17.71	D	Â
Restricted Stock Units	Â (2)	Â (3)	Ordinary Shares	10,000	\$ (3)	D	Â
Employee Share Option (right to buy)	Â (4)	04/01/2026	Ordinary Shares	76,600	\$ 5.85	D	Â
Restricted Stock Units	Â (2)	Â (5)	Ordinary Shares	14,500	\$ (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holyoak Gary 501 PEARL DRIVE ST. PETERS,Â MOÂ 63376	Â	Â	Â SVP-Global Sales & Marketing	Â

Signatures

Sally H.
Townsley 06/02/2016

**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 Employee Share Option vests in increments of 25% over four years commencing July 6, 2016.
- (2) Each restricted stock unit represents a contingent right to receive one ordinary share of the Company.
- (3) The restricted stock units vest in increments of 25% over four years commencing July 6, 2016.
- (4) The Employee Share Option units vest in increments of 25% over four years commencing on April 1, 2017.
- (5) The restricted stock units vest in increments of 25% over four years commencing April 1, 2017.

Â

Remarks:

PowerÂ ofÂ AttorneyÂ attached.

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

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