

THOMAS SAMUEL F  
Form 4  
December 04, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 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 \*  
THOMAS SAMUEL F

(Last) (First) (Middle)

3055 TORRINGTON DR

(Street)

BALL GROUND, GA 30107

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

CHART INDUSTRIES INC [GTLIS]

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

11/30/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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 Indirect Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock  | 11/30/2017                           |  | M                              | V Amount \$ 18,950 A 30.95  | 176,300 <sup>(1)</sup>  | D  |  |
| Common stock, par value \$0.01 per share <sup>(2)</sup> |                                      |  |                                |   | 28,275  | I  | By spouse                                  |
| Common stock, par value \$0.01 per share <sup>(2)</sup> |                                      |  |                                |   | 48,020  | I  | By Trusts <sup>(3)</sup>                   |

|   |        |   |                     |
|---|--------|---|---------------------|
| Common stock, par value \$0.01 per share <u>(2)</u> | 36,000 | I | By Trust <u>(4)</u> |
| Common stock, par value \$0.01 per share <u>(2)</u> | 54,000 | I | By Trust <u>(5)</u> |
| Common stock, par value \$0.01 per share <u>(2)</u> | 46,000 | I | By Trust <u>(6)</u> |

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

**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.**

SEC 1474  
(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. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 30.95   | 11/30/2017                           |  | M                              | 18,950  | <u>(7)</u> 01/02/2018                                    | Common Stock  | 18,950                        |                            |

## Reporting Owners

| Reporting Owner Name / Address        | Relationships |           |                    |       |
|---------------------------------------|---------------|-----------|--------------------|-------|
|                                       | Director      | 10% Owner | Officer            | Other |
| THOMAS SAMUEL F<br>3055 TORRINGTON DR | X             |           | Executive Chairman |       |

BALL GROUND, GA 30107

## Signatures

/s/ Samuel F. Thomas, by Derek B. Swanson, his attorney-in-fact pursuant to Power of Attorney

12/04/2017

\_\_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) 28,904, 24,934, and 5,756 shares of the total amount beneficially owned were granted on January 3, 2017, January 4, 2016, and January 2, 2015, respectively, pursuant to restricted share unit agreements under the Chart Industries, Inc. Amended and Restated 2009 Omnibus Equity Plan in an exempt transaction under Rule 16b-3 and remain subject to restriction.
  - (2) No transaction is being reported on this line. Reported on a previously filed Form 4 or Form 5.
    - Held by trusts for the benefit of the reporting person's family member. The reporting person disclaims beneficial ownership of the shares
  - (3) held by the trusts, and this report should not be deemed an admission that the reporting person is the beneficial owner of the trusts' shares for purposes of Section 16 or for any other purpose.
    - Held by trust, with spouse as trustee, for the benefit of the reporting person's family member. The reporting person disclaims beneficial
  - (4) ownership of the shares held by the trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the trust's shares for purposes of Section 16 or for any other purpose.
    - Held by trust for the benefit of the reporting person's family members, including his spouse. The reporting person disclaims beneficial
  - (5) ownership of the shares held by the trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the trust's shares for purposes of Section 16 or for any other purpose.
  - (6) Held by trust for the benefit of the reporting person's family members, including the reporting person.
    - These options were granted on January 2, 2008 pursuant to the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan in
  - (7) an exempt transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.

### Remarks:

Ex. 24 - Power of Attorney

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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