

Guttman Tim G.
Form 4
September 22, 2017

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 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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Guttman Tim G.

2. Issuer Name **and** Ticker or Trading
Symbol
AMERISOURCEBERGEN CORP
[ABC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1300 MORRIS DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2017

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chief Financial Officer

CHESTERBROOK, PA 19087

4. 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

(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 Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|----------------------|
| | | | Code | V | Amount (1) | (A) or (D) | Price | |
| Common Stock | 09/20/2017 | | M | | 5,800 (1) | A | \$ 37.37 | 40,061.4108 (2) D |
| Common Stock | 09/20/2017 | | M | | 5,800 (1) | A | \$ 40.21 | 45,861.4108 D |
| Common Stock | 09/20/2017 | | S | | 11,600 (1) | D | \$ 79.47 | 34,261.4108 D |

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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 Underlying Security (Instr. 3 and 4) | | | |
|---|--|---|---|--------------------------------------|---|--|-----|--|--------------------|-----------------|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-qualified Stock Option (Right to Buy) | \$ 37.37 | 09/20/2017 | | M | | 5,800 <u>(1)</u> | | 03/01/2013 ⁽³⁾ | 03/01/2019 | Common Stock | 5 |
| Non-qualified Stock Option (Right to Buy) | \$ 40.21 | 09/20/2017 | | M | | 5,800 <u>(1)</u> | | 11/14/2013 ⁽⁴⁾ | 11/14/2019 | Common Stock | 5 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| Guttman Tim G. 1300 MORRIS DRIVE CHESTERBROOK, PA 19087 | Chief Financial Officer |

Signatures

John G. Chou for Tim G.
Guttman

09/22/2017

__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) The exercise of stock options and the sale of common stock reflected in this Form 4 were pursuant to a Rule 10b-5 trading plan dated August 18, 2017 governing stock options scheduled to expire on March 1, 2019 and November 14, 2019.
- (2) Reflects the July 7, 2017 acquisition of 264,465 shares under the Employee Stock Purchase Plan, which is exempt under Rule 16b-3(c) and Rule 16b-3(d), and is being voluntarily reported earlier than required
- (3) Exercisable in four equal annual installments on 03/01/13, 03/01/14, 03/01/15 and 03/01/2016
- (4) Exercisable in four equal annual installments on 11/14/13, 11/14/14, 11/14/15 and 11/14/16

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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