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SIMPSON MANUFACTURING CO INC /CA/ Form 4 November 17, 2016 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Leung Sunny H Issuer Symbol SIMPSON MANUFACTURING CO (Check all applicable) INC /CA/ [SSD] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 5956 W. LAS POSITAS BLVD. 11/17/2016 Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting PLEASANTON, CA 94588 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Direct (D) Ownership (Instr. 8) Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 11/17/2016 Х 4.000 Α \$ 29.66 4,000 D Stock Common \$ 4,000 D 11/17/2016 Х D 0 46.5212 Stock Common Stock (RSUs 967 <u>(1)</u> D awarded February 1, 2016) 967 (2) D

Common Stock (RSUs awarded February 2, 2015)			
Common Stock (RSUs awarded February 3, 2014)	1,447 <u>(3)</u>	D	
Common Stock (RSUs awarded February 6, 2013)	943 <u>(4)</u>	D	
Common Stock	857	Ι	By Trust

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

Persons who respond to the collection of	SEC 1474
information contained in this form are not	(9-02)
required to respond unless the form	
displays a currently valid OMB control	
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. Transactic Code (Instr. 8)			 ction Derivative Expiration Date Securities (Month/Day/Year) B) Acquired (A) or Disposed of (D) (Instr. 3, 4, 		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options on Common Stock	\$ 29.66	11/17/2016		Х		4,000	02/03/2012	02/03/2018	Common Stock	4,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Officer

10% Owner

Leung Sunny H 5956 W. LAS POSITAS BLVD. PLEASANTON, CA 94588

Vice President

Other

Signatures

/s/SUNNY H. 11/17/2016 LEUNG

<u>**</u>Signature of Reporting Person Date

Director

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).
- Amount includes 967 shares of restricted stock units (RSUs) awarded on February 1, 2016. RSUs vest one fourth on each of the award
 (1) date and the first, second and third anniversaries of the award date. The 967 shares are net of the number of shares expected to be withheld to cover the estimated income taxes due on vesting.

Amount includes 967 shares of restricted stock units (RSUs) awarded on February 2, 2015. RSUs vest one fourth on each of the award(2) date and the first, second and third anniversaries of the award date. The 967 shares are net of the number of shares expected to be withheld to cover the estimated income taxes due on vesting.

Amount includes 1,447 shares of restricted stock units (RSUs) awarded on February 3, 2014. RSUs vest one fourth on each of the award (3) date and the first, second and third anniversaries of the award date. The 1,447 shares are net of the number of shares expected to be withheld to cover the estimated income taxes due on vesting.

Amount includes 943 shares of restricted stock units (RSUs) awarded on February 6, 2013. RSUs vest one fourth on each of the award (4) date and the first, second and third anniversaries of the award date. The 943 shares are net of the number of shares expected to be withheld to cover the estimated income taxes due on vesting.

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.