

AAON INC

Form 4

January 05, 2016

**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

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Neale Sam

(Last) (First) (Middle)

2425 SOUTH YUKON

(Street)

TULSA, OK 74107

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
AAON INC [AAON]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/02/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Vice President

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 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               | (A) or (D) | Price   |  |                                   |
| Common Stock, par value \$.004  | 01/02/2016                           |  | F                              |   | 256                  | D          | \$ 23.22  | 20,733   | D                                 |
| Common Stock, par value \$.004  | 01/04/2016                           |  | A                              |   | 3,930 <sup>(1)</sup> | A          | \$ 0  | 24,663   | D                                 |

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  
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SEC 1474  
(9-02)

# Edgar Filing: AAON INC - Form 4

**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 (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)   |                               |
| Stock Option (Right to Buy)                | \$ 22.15   | 01/02/2016                           |  | A                              | 4,240<br>(2)   | 01/04/2017 01/04/2026                                    | Common Stock  | 4,240                         |
| Stock Option (Right to Buy)                | \$ 21.93   |                                      |  |                                |  | 01/02/2016 01/02/2025                                    | Common Stock  | 4,000                         |
| Stock Option (Right to Buy)                | \$ 8.65  |                                      |  |                                |  | 05/15/2013 05/15/2022                                    | Common Stock  | 9,000                         |
| Stock Option (Right to Buy)                | \$ 6.89  |                                      |  |                                |  | 05/25/2011 05/25/2020                                    | Common Stock  | 6,750                         |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| Neale Sam<br>2425 SOUTH YUKON<br>TULSA, OK 74107 | Vice President                   |

## Signatures

Sam Neale 01/05/2016  
 \*\*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) Restricted Stock Grant, vesting ratably over five years
- (2) This stock option is granted under the Issuer's 2007 Long Term Incentive Plan and is exercisable ratably on each of the first five anniversaries of the date of the grant.

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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