Edgar Filing: Barrow Kenneth S - Form 4

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Form 4											
March 01, 201	4 UNITE	D STATES		ITIES AI hington,]			NGE (COMMISSION	-	PPROVAL 3235-0287	
Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	Filed p Section 1	Section 16 Public Uti	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES action 16(a) of the Securities Exchange Act of 1934, ablic Utility Holding Company Act of 1935 or Section f the Investment Company Act of 1940						Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)										
Barrow Kenneth S Syr			Symbol	2. Issuer Name and Ticker or Trading Symbol BENCHMARK ELECTRONICS				5. Relationship of Reporting Person(s) to Issuer			
			INC [BH				(Check all applicable)				
(Month/			(Month/Da	Date of Earliest Transaction Ionth/Day/Year) 2/27/2013				Director10% Owner XOfficer (give titleOther (specify below)Below) General Counsel			
			nendment, Date Original Ionth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
ANGLETON	I, TX 77515							Form filed by M Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Executio any	emed on Date, if Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) o l of (D)	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)	
Common Stock	02/27/2013			А	7,272 (1)	A	\$0	34,543	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 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)

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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)	5. Numb orDerivativ Securitie Acquired Disposed (Instr. 3,	ve es d (A) or	6. Date Exer Expiration D (Month/Day,	ate	7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Option (right to buy)	\$ 17.37	02/27/2013		М		13,792	(2)	02/27/2023	Common Stock	13,79
Restricted Stock Unit	\$ 0	02/27/2013		А	7,272 (3)		(3)	(3)	Common Stock	7,27

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Barrow Kenneth S 3000 TECHNOLOGY DRIVE ANGLETON, TX 77515			General Counsel				
Signatures							

Kenneth S. Barrow	03/01/2013		
<u>**</u> 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) These shares are represented by a restricted stock unit award. All awards represent a contingent right to receive one common share of Benchmark Electronics, Inc. and vest equally in annual installments over a four year period from the grant date.
- (2) The options are exercisable as to (i) 3,448 shares on February 27, 2014,(ii) 3,448 shares on February 27, 2015, (iii) 3,448 shares on February 27, 2016, and (iii) the remaining 3,448 shares on February 27, 2017.

This reflects the target number of performance based restricted stock unit awarded. Actual awards may vary from as low as zero to as high as three times target numbers. As soon as reasonable practicable following the end of the Performance Period (beginning on January

(3) Ingr as three times target numbers. As soon as reasonable practicable following the end of the refrontance refrontance refrontance refrontance refrontance refrontance refrontance refrontance is a soon as reasonable practicable following the end of the refrontance refrontance refrontance refrontance refrontance refrontance refrontance is a soon as reasonable practicable following the end of the refrontance refrontance

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.