

ORTHOFIX INTERNATIONAL N V
 Form 3
 March 21, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GOODWIN ROBERT | | | (Month/Day/Year) | ORTHOFIX INTERNATIONAL N V [OFIX] | |
| ALLEN II | | | 03/16/2016 | | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | | |
| 3451 PLANO PKWY | | | (Check all applicable) | | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President Biologics | | |
| LEWISVILLE,Â TXÂ 75056 | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| (City) | (State) | (Zip) | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 27,920 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Stock Option | 06/07/2009 | 06/07/2016 | Common Stock | 11,687 | \$ 39.24 | D | Â |
| Stock Option | 06/30/2009 | 06/30/2016 | Common Stock | 1,500 | \$ 38.11 | D | Â |
| Stock Option | Â (2) | 07/16/2023 | Common Stock | 10,000 | \$ 27.97 | D | Â |
| Stock Option | Â (3) | 09/26/2023 | Common Stock | 6,250 | \$ 21.78 | D | Â |
| Stock Option | Â (4) | 06/30/2024 | Common Stock | 7,725 | \$ 36.25 | D | Â |
| Stock Option | Â (5) | 06/30/2025 | Common Stock | 9,000 | \$ 33.12 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GOODWIN ROBERT ALLEN II 3451 PLANO PKWY LEWISVILLE, TX 75056 | Â | Â | Â President Biologics | Â |

Signatures

/s/ Jeffrey M. Schumm, by power of attorney 03/21/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Represents (i) 4,839 shares directly owned; (ii) 11,931 time-based restricted stock awards in which 4,394 shares, 5,394 shares, 1,393 shares and 750 shares will vest in the remainder of 2016, 2017, 2018 and 2019 respectively; and (iii) 11,150 performance-based restricted stock awards of 5,150 shares and 6,000 shares granted under the 2014 Performance Vesting Restricted Stock Grant Agreement and the 2015 Performance Vesting Restricted Stock and Performance Share Unit Grant Agreement, respectively.
- (2) These stock options vest in 25% increments on the first, second, third and fourth anniversaries of the grant date, July 16, 2013.
- (3) These stock options vest in 50% increments on September 26, 2016 and 2017.
- (4) These stock options vest in 25% increments on the first, second, third and fourth anniversaries of the grant date, June 30, 2014.
- (5) These stock options vest in 25% increments on the first, second, third and fourth anniversaries of the grant date, June 30, 2015.

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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