### Edgar Filing: NOVANTA INC - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 F obligations may continue. See Instruction 1(b).	NITED STATES TATEMENT OF Filed pursuant to So tion 17(a) of the P 30(h) of	Washington, CHANGES IN SECUR ection 16(a) of the	D.C. 20 BENEFI UTIES e Securit ding Con	549 ICIA ies E npany	<b>L OW</b> xchange y Act of	NERSHIP OF e Act of 1934, f 1935 or Section	OMB Number: Expires: Estimated a burden hour response	•
(Print or Type Responses) 1. Name and Address of F CHANG PETER L		2. Issuer Name and Symbol NOVANTA INC			ng	5. Relationship of Issuer		
(Last) (First) C/O NOVANTA ING MIDDLESEX TURN		of Earliest Transaction /Day/Year)			(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) Vice President-Corp Controller			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) BEDFORD, MA 01730				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>				
(City) (State)	(Zip)	Table I - Non-D	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of 2. Transa Security (Month/E (Instr. 3)	ction Date 2A. Deem Day/Year) Execution any (Month/Da	Date, if Transactio Code ay/Year) (Instr. 8)	4. Securi on(A) or Di (Instr. 3, Amount	ispose	d 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)	
Common 03/03/2 Stock	017	M	3,518	A	\$ 25.55	36,497	D	
Common 03/03/2 Stock	017	F	1,656	D	\$ 25.55	34,841	D	

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

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# 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. Transactio Code (Instr. 8)	Transaction of Derivative Code Securities		of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		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	
Restricted Stock Units <u>(1)</u>	<u>(1)</u>	03/03/2017		М	3,518	(1)(2)	(1)(2)	Common Stock	3,518	\$

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CHANG PETER L C/O NOVANTA INC. 125 MIDDLESEX TURNPIKE BEDFORD, MA 01730			Vice President-Corp Controller			

## Signatures

/s/ Joanna Tow,	03/06/2017
Attorney-In-Fact	05/00/2017

\*\*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) Each Restricted Stock Unit represents the right to receive one Novanta Inc. common share upon vesting of such Restricted Stock Unit.
- (2) The Restricted Stock Units vest in three equal annual installments on March 3, 2015, March 3, 2016 and March 3, 2017.

#### **Remarks:**

#### Power of Attorney on file

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.