Edgar Filing: CENVEO, INC - Form 4

CENVEO, INC Form 4	C										
January 13, 20	12										
								OMB APPROVAL			
		RITIES AND EXCHANGE COMMISSION shington, D.C. 20549					OMB Number:	3235-0287			
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instruct 1(b).	Filed pu ue. Section 17	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 20(b) of the Investment Company Act of 1940								January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type Res	sponses)										
1. Name and Address of Reporting Person <u>*</u> HILTWEIN MARK S			2. Issuer Name and Ticker or Trading Symbol CENVEO, INC [CVO]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(Check all applicable)					
CENVEO, IN CANTERBUI BROAD STR	RY GREEN, 2	201	(Month/Day 01/12/201					Director X Officer (give below) EV		Owner r (specify	
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
STAMFORD	, CT 06901							Form filed by M Person			
(City)	(State)	(Zip)	Table I	- Non-Deri	ivative Se	curiti	es Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Ye	ear) Exect any	Deemed ution Date, if th/Day/Year)	3. Transactio Code (Instr. 8)	on(A) or D (D)	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
withholding for tax liability	01/12/2012			F	4,649	D	\$ 3.29	323,847	D (1) (2)		

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)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
HILTWEIN MARK S CENVEO, INC. ONE CANTERBURY GRI STAMFORD, CT 06901	EEN, 201 BROAD STREET			EVP and CFO			
Signatures							
/s/ Mark S. Hiltwein	01/13/2012						

**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) Shares withheld as payment of a tax liability on vesting of restricted share units.

(2) Includes 13,660 shares purchased under Issuer's Employee Stock Purchase Plan and 8,980 shares purchased under issuer's 401(k) Plan.

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.