Edgar Filing: HENNEMAN JOHN B III - Form 4

HENNEMA	N JOHN B III										
Form 4											
April 20, 20	10										
FORM	ΠΔ								OMB AF	PROVAL	
	Washington, D.C. 20549						OMMISSION	OMB Number:	3235-0287		
Check th									Expires:	January 31,	
Section 16.			F CHANGES IN BENEFICIAL OWNERS SECURITIES					ERSHIP OF	Estimated average burden hours per		
Form 4 or Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940							response	0.5			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> HENNEMAN JOHN B III			8					5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last) (First) (Middle) 311 C ENTERPRISE DRIVE								Director 10% Owner X Officer (give title Other (specify below) below) EVP, Finance & Admin & CFO			
(Street)											
			Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PLAINSBO	ORO, NJ 08536							Form filed by Mo Form filed by Mo Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	ed Date, if	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)					6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	04/16/2010			M <u>(1)</u>	7,500	А	\$ 38.72	97,248	D		
Common Stock	04/16/2010			S <u>(1)</u>	7,500	D	\$ 45.0281 (2)	89,748	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. Transactic Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Non-Qualified Stock Option (right to buy)	\$ 38.72	04/16/2010		M (1)	7,500	(3)	02/01/2011	Common Stock	7,50

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HENNEMAN JOHN B III 311 C ENTERPRISE DRIVE PLAINSBORO, NJ 08536			EVP, Finance & Admin & CFO				
Signatures							
/s/ Kathryn Lamping; Attorney-in-Fact		04/20/201	0				

Date

**Signature of Reporting Person

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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) The price shown above represents the weighted average price of the shares sold. The range of sale prices was \$45.00 to \$45.24.
- (3) $\frac{25\%}{\text{over 36}}$ of the shares have vested on the first anniversary of the grant date of $\frac{02}{01}/2005$ and the remaining 75% vested monthly thereafter over 36 months.

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.