

GLAXOSMITHKLINE PLC  
Form 6-K  
February 17, 2017

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For period ending 17 February 2017

GlaxoSmithKline plc  
(Name of registrant)

980 Great West Road, Brentford, Middlesex, TW8 9GS  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or  
will file annual reports under cover Form 20-F or Form 40-F

Form 20-F ☒ Form 40-F

--

Indicate by check mark whether the registrant by furnishing the  
information contained in this Form is also thereby furnishing the  
information to the Commission pursuant to Rule 12g3-2(b) under the  
Securities Exchange Act of 1934.

Yes ☐ No ☒

GlaxoSmithKline plc (the 'Company')

# Conditional Share Awards

This notification sets out the vesting details of Deferred Bonus Awards over Ordinary Shares and American Depositary Shares made in 2014 under the GlaxoSmithKline 2009 Deferred Annual Bonus Plan (DABP) and the associated Matching Awards, which were subject to relevant business performance conditions. The three-year performance period for the 2014 awards commenced on 1 January 2014 and ended on 31 December 2016 and the restricted period has come to an end.

The performance measure vesting details are as follows:

| Portion of the Award         | Measure                                                                                                                                                                                                                                                                                                                                                               | Outcome        | Overall outcome |
|------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|-----------------|
| 1/3rd                        | Adjusted free cash flow - The Company did not meet the threshold level of performance for adjusted free cash flow for the three year period.                                                                                                                                                                                                                          | Lapsed in full | 0%              |
| 1/3rd                        | TSR measure - For the three years ending 31 December 2016, the Company's TSR ranked 9th (i.e. below median) against a comparator group of 10 global pharmaceutical companies including GSK.                                                                                                                                                                           | Lapsed in full | 0%              |
| 1/3rd                        | R&D New Products sales measure - For the three year period, the Company achieved New Product sales calculated in accordance with the principles for the measure of £6.717bn, which was above the maximum vesting level of £4.428bn (the threshold level was £3.623bn) after appropriate adjustments for the implications of the three-part transaction with Novartis. | Vested in full | 33.33%          |
| Total vesting for 2014 award |                                                                                                                                                                                                                                                                                                                                                                       |                | 33.33%          |
| Lapsed                       |                                                                                                                                                                                                                                                                                                                                                                       |                | 66.67%          |

The notifications that follow are for awards made to Persons Discharging Managerial Responsibilities (PDMRs) and show the vesting of the Deferred Bonus Awards including dividends accrued and the proportion of the Matching Awards i.e., conditional awards that vested including dividends accrued on the awards which vested in the same proportion, subject to performance, as the underlying shares on 16 February 2017. The balance of these awards made to each PDMR has lapsed.

The closing prices of an Ordinary Share and of an ADS of GlaxoSmithKline plc at the point of vesting on 16 February 2017 were £16.17 and \$40.92 respectively.

## Transaction notification

1. Details of PDMR/person closely associated with them ('PCA')
  - a) Name Sir Andrew Witty
  - b) Position/status Chief Executive Officer
  - c) Initial notification/ amendment Initial notification

2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
  - a) Name GlaxoSmithKline plc
  - b) LEI 5493000HZTVUYLO1D793
3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted
 

|                                            |                                                                                                                                                          |
|--------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                            | Ordinary shares of 25 pence each ('Ordinary Shares')                                                                                                     |
| a) Description of the financial instrument | ISIN: GB0009252882                                                                                                                                       |
| b) Nature of the transaction               | The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan-Deferred Bonus and Matching Awards. |
|                                            | Price(s) Volume(s)                                                                                                                                       |
| c) Price(s) and volume(s)                  | £0.00 67,867 (Deferred)                                                                                                                                  |
|                                            | £0.00 22,621 (Matching)                                                                                                                                  |
| Aggregated information                     |                                                                                                                                                          |
| d) Aggregated volume                       | 90,488<br>£0.00                                                                                                                                          |
| e) Date of the transaction                 | Price<br>2017-02-16                                                                                                                                      |
| f) Place of the transaction                | London Stock Exchange<br>(XLON)                                                                                                                          |

1. Details of PDMR/person closely associated with them ('PCA')
  - a) Name Ms Emma Walmsley
  - b) Position/status CEO Designate
  - c) Initial notification/ amendment Initial notification
2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
  - a) Name GlaxoSmithKline plc
  - b) LEI 5493000HZTVUYLO1D793
3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted
 

|                                            |                                                      |
|--------------------------------------------|------------------------------------------------------|
|                                            | Ordinary shares of 25 pence each ('Ordinary Shares') |
| a) Description of the financial instrument | Ordinary shares of 25 pence each ('Ordinary Shares') |

ISIN: GB0009252882

b) Nature of the transaction The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan-Deferred Bonus and Matching Awards.

|                           | Price(s) | Volume(s)         |
|---------------------------|----------|-------------------|
| c) Price(s) and volume(s) | £0.00    | 14,860 (Deferred) |
|                           | £0.00    | 4,954 (Matching)  |

Aggregated information

d) Aggregated volume 19,814  
£0.00

e) Date of the transaction Price 2017-02-16  
f) Place of the transaction London Stock Exchange (XLON)

1. Details of PDMR/person closely associated with them ('PCA')

a) Name Mr R G Connor  
b) Position/status President, Global Manufacturing & Supply

c) Initial notification/ amendment Initial notification

2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name GlaxoSmithKline plc  
b) LEI 5493000HZTVUYLO1D793

3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted

a) Description of the financial instrument Ordinary shares of 25 pence each ('Ordinary Shares')  
ISIN: GB0009252882

b) Nature of the transaction The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan-Deferred Bonus and Matching Awards.

c) Price(s) and Volume(s) Price(s) Volume(s)

volume(s)

£0.00 13,284 (Deferred)

£0.00 4,428 (Matching)

Aggregated information

d) Aggregated volume 17,712  
£0.00

Price

e) Date of the transaction 2017-02-16

f) Place of the transaction London Stock Exchange  
(XLON)

1. Details of PDMR/person closely associated with them ('PCA')

a) Name Mr S Dingemans

b) Position/status Chief Financial Officer

c) Initial notification/  
amendment Initial notification

2. Details of the issuer, emission allowance market participant, auction  
platform, auctioneer or auction monitor

a) Name GlaxoSmithKline plc

b) LEI 5493000HZTVUYLO1D793

3. Details of the transaction(s): section to be repeated for (i) each type of  
instrument; (ii) each type of transaction; (iii) each date; and (iv) each  
place where transaction(s) has been conducted

a) Description of the financial instrument Ordinary shares of 25 pence  
each ('Ordinary Shares')  
ISIN: GB0009252882

b) Nature of the transaction The number of Ordinary  
Shares released on awards  
granted in 2014 under the  
Company's 2009 Deferred  
Annual Bonus Plan-Deferred  
Bonus and Matching Awards.

Price(s) Volume(s)

c) Price(s) and volume(s) £0.00 22,448 (Deferred)

£0.00 7,483 (Matching)

d) Aggregated information

Aggregated volume 29,931  
£0.00

|    |                          |                                 |
|----|--------------------------|---------------------------------|
|    | Price                    |                                 |
| e) | Date of the transaction  | 2017-02-16                      |
| f) | Place of the transaction | London Stock Exchange<br>(XLON) |

  

|          |                                                                                                                                                                                                          |                                                                                                                                                                                     |          |           |       |                  |       |                  |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|-------|------------------|-------|------------------|
| 1.       | Details of PDMR/person closely associated with them ('PCA')                                                                                                                                              |                                                                                                                                                                                     |          |           |       |                  |       |                  |
| a)       | Name                                                                                                                                                                                                     | Mr S A Hussain                                                                                                                                                                      |          |           |       |                  |       |                  |
| b)       | Position/status                                                                                                                                                                                          | President, Global<br>Pharmaceuticals                                                                                                                                                |          |           |       |                  |       |                  |
| c)       | Initial notification/<br>amendment                                                                                                                                                                       | Initial notification                                                                                                                                                                |          |           |       |                  |       |                  |
| 2.       | Details of the issuer, emission allowance market participant, auction<br>platform, auctioneer or auction monitor                                                                                         |                                                                                                                                                                                     |          |           |       |                  |       |                  |
| a)       | Name                                                                                                                                                                                                     | GlaxoSmithKline plc                                                                                                                                                                 |          |           |       |                  |       |                  |
| b)       | LEI                                                                                                                                                                                                      | 5493000HZTVUYLO1D793                                                                                                                                                                |          |           |       |                  |       |                  |
| 3.       | Details of the transaction(s): section to be repeated for (i) each type of<br>instrument; (ii) each type of transaction; (iii) each date; and (iv) each<br>place where transaction(s) has been conducted |                                                                                                                                                                                     |          |           |       |                  |       |                  |
| a)       | Description of the financial instrument                                                                                                                                                                  | Ordinary shares of 25 pence<br>each ('Ordinary Shares')<br>ISIN: GB0009252882                                                                                                       |          |           |       |                  |       |                  |
| b)       | Nature of the transaction                                                                                                                                                                                | The number of Ordinary<br>Shares released on awards<br>granted in 2014 under the<br>Company's 2009 Deferred<br>Annual Bonus Plan-Deferred<br>Bonus and Matching Awards.             |          |           |       |                  |       |                  |
| c)       | Price(s) and<br>volume(s)                                                                                                                                                                                | <table border="0"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td>£0.00</td> <td>9,743 (Deferred)</td> </tr> <tr> <td>£0.00</td> <td>3,248 (Matching)</td> </tr> </table> | Price(s) | Volume(s) | £0.00 | 9,743 (Deferred) | £0.00 | 3,248 (Matching) |
| Price(s) | Volume(s)                                                                                                                                                                                                |                                                                                                                                                                                     |          |           |       |                  |       |                  |
| £0.00    | 9,743 (Deferred)                                                                                                                                                                                         |                                                                                                                                                                                     |          |           |       |                  |       |                  |
| £0.00    | 3,248 (Matching)                                                                                                                                                                                         |                                                                                                                                                                                     |          |           |       |                  |       |                  |

  

|    |                        |                 |
|----|------------------------|-----------------|
|    | Aggregated information |                 |
| d) | Aggregated volume      | 12,991<br>£0.00 |

  

|    |                          |                                 |
|----|--------------------------|---------------------------------|
|    | Price                    |                                 |
| e) | Date of the transaction  | 2017-02-16                      |
| f) | Place of the transaction | London Stock Exchange<br>(XLON) |

1. Details of PDMR/person closely associated with them ('PCA')
  - a) Name Mr D S Redfern
  - b) Position/status Chief Strategy Officer
  - c) Initial notification/ amendment Initial notification
2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
  - a) Name GlaxoSmithKline plc
  - b) LEI 5493000HZTVUYLO1D793
3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted
 

|                                         |                                                                                                                                                                                                                                                                |          |           |       |                   |       |                  |
|-----------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|-------|-------------------|-------|------------------|
| Description of the financial instrument | Ordinary shares of 25 pence each ('Ordinary Shares')<br>ISIN: GB0009252882                                                                                                                                                                                     |          |           |       |                   |       |                  |
| b) Nature of the transaction            | The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan-Deferred Bonus and Matching Awards.                                                                                                       |          |           |       |                   |       |                  |
| c) Price(s) and volume(s)               | <table border="0" style="width: 100%;"> <tr> <td style="text-align: right;">Price(s)</td> <td style="text-align: left;">Volume(s)</td> </tr> <tr> <td>£0.00</td> <td>12,115 (Deferred)</td> </tr> <tr> <td>£0.00</td> <td>4,039 (Matching)</td> </tr> </table> | Price(s) | Volume(s) | £0.00 | 12,115 (Deferred) | £0.00 | 4,039 (Matching) |
| Price(s)                                | Volume(s)                                                                                                                                                                                                                                                      |          |           |       |                   |       |                  |
| £0.00                                   | 12,115 (Deferred)                                                                                                                                                                                                                                              |          |           |       |                   |       |                  |
| £0.00                                   | 4,039 (Matching)                                                                                                                                                                                                                                               |          |           |       |                   |       |                  |
| d) Aggregated information               | 16,154                                                                                                                                                                                                                                                         |          |           |       |                   |       |                  |
| e) Aggregated volume                    | £0.00                                                                                                                                                                                                                                                          |          |           |       |                   |       |                  |
| f) Price                                |                                                                                                                                                                                                                                                                |          |           |       |                   |       |                  |
| g) Date of the transaction              | 2017-02-16                                                                                                                                                                                                                                                     |          |           |       |                   |       |                  |
| h) Place of the transaction             | London Stock Exchange (XLON)                                                                                                                                                                                                                                   |          |           |       |                   |       |                  |

1. Details of PDMR/person closely associated with them ('PCA')

Edgar Filing: GLAXOSMITHKLINE PLC - Form 6-K

- a) Name Dr M M Slaoui  
b) Position/status Chairman, Global Vaccines  
c) Initial notification/ amendment Initial notification
2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
- a) Name GlaxoSmithKline plc  
b) LEI 5493000HZTVUYLO1D793
3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted  
GlaxoSmithKline plc American Depositary Shares ('ADSs')  
ISIN: US37733W1053
- a) Description of the financial instrument
- b) Nature of the transaction The number of ADSs released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan--Deferred Bonus and Matching Awards.
- |                           | Price(s) | Volume(s)         |
|---------------------------|----------|-------------------|
| c) Price(s) and volume(s) | \$0.00   | 21,645 (Deferred) |
|                           | \$0.00   | 7,215 (Matching)  |
- Aggregated information
- d) Aggregated volume 28,860  
\$0.00
- Price
- e) Date of the transaction 2017-02-16  
f) Place of the transaction n/a

1. Details of PDMR/person closely associated with them ('PCA')
- a) Name Ms C Thomas  
b) Position/status SVP, Human Resources  
c) Initial notification/ amendment Initial notification
2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
- a) Name GlaxoSmithKline plc  
b) LEI 5493000HZTVUYLO1D793
3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted
- a) Description of the financial instrument Ordinary shares of 25 pence each ('Ordinary Shares')



ISIN: GB0009252882

b) Nature of the transaction

The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan-Deferred Bonus and Matching Awards.

|                           | Price(s) | Volume(s)        |
|---------------------------|----------|------------------|
| c) Price(s) and volume(s) | £0.00    | 7,517 (Deferred) |
|                           | £0.00    | 2,506 (Matching) |

Aggregated information

d) Aggregated volume

10,023  
£0.00

Price

e) Date of the transaction

2017-02-16

f) Place of the transaction

London Stock Exchange (XLON)

1. Details of PDMR/person closely associated with them ('PCA')

a) Name

Mr P C Thomson

b) Position/status

SVP, Communications & Government Affairs

c) Initial notification/ amendment

Initial notification

2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name

GlaxoSmithKline plc

b) LEI

5493000HZTVUYLO1D793

3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted

Ordinary shares of 25 pence each ('Ordinary Shares')

a) Description of the financial instrument

ISIN: GB0009252882

b) Nature of the transaction

The number of Ordinary Shares released on awards granted in 2014 under the Company's 2009 Deferred

Edgar Filing: GLAXOSMITHKLINE PLC - Form 6-K

Annual Bonus Plan-Deferred Bonus  
and Matching Awards.

|                           | Price(s) | Volume(s)        |
|---------------------------|----------|------------------|
| c) Price(s) and volume(s) | £0.00    | 4,528 (Deferred) |
|                           | £0.00    | 1,509 (Matching) |

Aggregated information

|                             |                                            |
|-----------------------------|--------------------------------------------|
| d) Aggregated volume        | 6,037<br>£0.00                             |
| e) Date of the transaction  | Price<br>2017-02-16                        |
| f) Place of the transaction | 2017-02-16<br>London Stock Exchange (XLON) |

1. Details of PDMR/person closely associated with them ('PCA')

|                                       |                       |
|---------------------------------------|-----------------------|
| a) Name                               | Mr D E Troy           |
| b) Position/status                    | SVP & General Counsel |
| c) Initial notification/<br>amendment | Initial notification  |

2. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

|         |                      |
|---------|----------------------|
| a) Name | GlaxoSmithKline plc  |
| b) LEI  | 5493000HZTVUYLO1D793 |

|                                                                                                                                                                                                       |                                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|
| 3. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transaction(s) has been conducted | GlaxoSmithKline plc American Depositary Shares ('ADSs')<br>ISIN: US37733W1053 |
| a) Description of the financial instrument                                                                                                                                                            |                                                                               |

|                              |                                                                                                                                                |
|------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|
| b) Nature of the transaction | The number of ADSs released on awards granted in 2014 under the Company's 2009 Deferred Annual Bonus Plan--Deferred Bonus and Matching Awards. |
|------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|

|                           | Price(s) | Volume(s)        |
|---------------------------|----------|------------------|
| c) Price(s) and volume(s) | \$0.00   | 8,762 (Deferred) |
|                           | \$0.00   | 2,920 (Matching) |
| d) Aggregated information |          |                  |

Edgar Filing: GLAXOSMITHKLINE PLC - Form 6-K

|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| Aggregated volume                                                                                                                                                                                           | Price | 11,682                                                                                                                                                                  |                   |
|                                                                                                                                                                                                             |       | \$0.00                                                                                                                                                                  |                   |
| e) Date of the transaction                                                                                                                                                                                  |       | 2017-02-16                                                                                                                                                              |                   |
| f) Place of the transaction                                                                                                                                                                                 |       | n/a                                                                                                                                                                     |                   |
|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
| 1. Details of PDMR/person closely associated with them ('PCA')                                                                                                                                              |       |                                                                                                                                                                         |                   |
| a) Name                                                                                                                                                                                                     |       | Dr P J T Vallance                                                                                                                                                       |                   |
| b) Position/status                                                                                                                                                                                          |       | President, R&D                                                                                                                                                          |                   |
| c) Initial notification/<br>amendment                                                                                                                                                                       |       | Initial notification                                                                                                                                                    |                   |
| 2. Details of the issuer, emission allowance market participant, auction<br>platform, auctioneer or auction monitor                                                                                         |       |                                                                                                                                                                         |                   |
| a) Name                                                                                                                                                                                                     |       | GlaxoSmithKline plc                                                                                                                                                     |                   |
| b) LEI                                                                                                                                                                                                      |       | 5493000HZTVUYLO1D793                                                                                                                                                    |                   |
| 3. Details of the transaction(s): section to be repeated for (i) each type of<br>instrument; (ii) each type of transaction; (iii) each date; and (iv) each<br>place where transaction(s) has been conducted |       | Ordinary shares of 25 pence<br>each ('Ordinary Shares')                                                                                                                 |                   |
| a) Description of the financial instrument                                                                                                                                                                  |       | ISIN: GB0009252882                                                                                                                                                      |                   |
|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
| b) Nature of the transaction                                                                                                                                                                                |       | The number of Ordinary<br>Shares released on awards<br>granted in 2014 under the<br>Company's 2009 Deferred<br>Annual Bonus Plan-Deferred<br>Bonus and Matching Awards. |                   |
|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
|                                                                                                                                                                                                             |       | Price(s)                                                                                                                                                                | Volume(s)         |
| c) Price(s) and<br>volume(s)                                                                                                                                                                                |       | £0.00                                                                                                                                                                   | 26,863 (Deferred) |
|                                                                                                                                                                                                             |       | £0.00                                                                                                                                                                   | 8,954 (Matching)  |
|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
| Aggregated information                                                                                                                                                                                      |       |                                                                                                                                                                         |                   |
| d) Aggregated volume                                                                                                                                                                                        |       | 35,817                                                                                                                                                                  |                   |
|                                                                                                                                                                                                             |       | £0.00                                                                                                                                                                   |                   |
|                                                                                                                                                                                                             |       |                                                                                                                                                                         |                   |
| e) Date of the transaction                                                                                                                                                                                  |       | 2017-02-16                                                                                                                                                              |                   |
| f) Place of the transaction                                                                                                                                                                                 |       | London Stock Exchange<br>(XLON)                                                                                                                                         |                   |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

GlaxoSmithKline plc

(Registrant)

Date: February 17, 2017

By: VICTORIA WHYTE

-----

Victoria Whyte

Authorised Signatory for and on

behalf of GlaxoSmithKline plc