

JACOBS ENGINEERING GROUP INC /DE/

Form 3

May 27, 2014

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 *

Â SANDERS GEOFFREY P.

(Last) (First) (Middle)

155 NORTH LAKE AVE

(Street)

PASADENA,Â CAÂ 91101

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/22/2014

3. Issuer Name and Ticker or Trading Symbol

JACOBS ENGINEERING GROUP INC /DE/ [JEC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Senior Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ 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

14,327

D Â

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

				Shares		(I) (Instr. 5)	
Stock Option	Â <u>(1)</u>	05/22/2024	Common Stock	4,500	\$ 53.17	D	Â
Performance Stock Unit	05/22/2017 05/22/2017		Common Stock	2,250 <u>(2)</u>	\$ <u>(3)</u>	D	Â
Performance Stock Unit	05/22/2017 05/22/2017		Common Stock	3,000 <u>(4)</u>	\$ <u>(3)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDERS GEOFFREY P. 155 NORTH LAKE AVE PASADENA, CA 91101	Â	Â	Â Senior Vice President	Â

Signatures

/s/ Franklin D.
Denis, Jr. 05/28/2014

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) The option vests in four equal annual installments beginning on the grant date.

Represents receiving 150% of the target share amount that may be issued pursuant to an award of performance stock units. The actual

(2) number of shares to be issued upon vesting can range from 0% to 150% of the number of performance stock units awarded, depending on the stock price performance of JEC common stock relative to the stock price performance of a defined group of industry peers.

(3) Each performance stock unit award represents a contingent right to receive one share of JEC common stock.

Represents receiving 200% of the target share amount that may be issued pursuant to an award of performance stock units. The actual

(4) number of shares to be issued upon vesting can range from 0% to 200% of the number of performance stock units awarded, depending on the growth of the company's net earnings.

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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