Edgar Filing: Young Brian S - Form 4

| Young Brian Form 4 | S | | | | | | | | | |
|--|---|----------------|---|--|--------|------------------------|--|--|---|--|
| April 17, 201 | 8 | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE CON | | | | | | | OMB APPROVAL | | | |
| | UNITED | | SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | OMB Number: | 3235-0287 | |
| Check thi if no long subject to Section 10 Form 4 or Form 5 | er STATEM 6. | | SECUR | RITIES | | | NERSHIP OF | Expires: Estimated a burden hou response | irs per | |
| obligatior may conti <i>See</i> Instru 1(b). | inue. Section 17(a | | Utility Hold | ding Con | ipany | Act o | ge Act of 1934, f 1935 or Sectio 40 | 'n | | |
| (Print or Type R | lesponses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Young Brian S | | | 2. Issuer Name and Ticker or Trading Symbol NOVANTA INC [NOVT] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (M | liddle) 3. Dat | 3. Date of Earliest Transaction | | | (Check all applicable) | | | | |
| C/O NOVANTA INC., 125 MIDDLESEX TURNPIKE | | | (Month/Day/Year) 04/16/2018 | | | | Director 10% Owner X Officer (give title Other (specify below) below) Chief Human Resources Officer | | | |
| | | | | nendment, Date Original Ionth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | |
| BEDFORD, | MA 01730 | | | | | | Person | viore than One Ro | eporung | |
| (City) | (State) (| (Zip) T | able I - Non-E | Derivative | Securi | ities Aco | quired, Disposed of | f, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code | on(A) or D (D) | ispose | d of | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common | | | Code V | Amount | (D) | Price \$ | (1150.5 and 4) | | | |
| Stock | 04/16/2018 | | М | 2,370 | А | љ 58.3 | 9,847 | D | | |
| Common Stock | 04/16/2018 | | F | 1,054 | D | \$ 58.3 | 8,793 | 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. Transacti Code (Instr. 8) | 5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration D (Month/Day, | Date | 7. Title and A Underlying S (Instr. 3 and | Securities | 8. Pr Deriv Secu (Inst |
|---|---|---|---|---------------------------------------|---|---|--------------------|---|--|---------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units <u>(1)</u> | <u>(1)</u> | 04/16/2018 | | М | 2,370 | (1)(2) | (1)(2) | Common Stock | 2,370 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------------|-------|--|--|
| I State and a state | Director | 10% Owner | Officer | Other | | |
| Young Brian S C/O NOVANTA INC. 125 MIDDLESEX TURNPIKE BEDFORD, MA 01730 | | | Chief Human Resources Officer | | | |
| 0: | | | | | | |

Signatures

| /s/ Joanna Tow, | 04/17/2018 |
|------------------|------------|
| Attorney-In-Fact | 04/1//2018 |

**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 April 15, 2016, April 15, 2017 and April 15, 2018.

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.