

Patriacca Todd  
Form 4  
February 15, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See* Instruction  
1(b).

**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  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Patriacca Todd

(Last) (First) (Middle)

C/O ALTRA INDUSTRIAL  
MOTION CORP., 300 GRANITE  
STREET SUITE 201

(Street)

BRAINTREE, MA 02184

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Altra Industrial Motion Corp.  
[AIMC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
VP Finance & Corp Controller

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common Stock, par value \$0.001	02/13/2018		A	1,890 (1)	A \$ 45.8 29,173	D	
Common Stock, par value \$0.001	02/13/2018		A	1,915 (2)	A \$ 45.8 31,088	D	
Common Stock, par	02/13/2018		F	831 (3)	D \$ 45.8 30,257	D	

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value  
\$0.001

Common  
Stock, par  
value  
\$0.001

02/15/2018

F

520 <sup>(4)</sup> D

\$  
46.05

29,737

D

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

**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.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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

Patriacca Todd  
C/O ALTRA INDUSTRIAL MOTION CORP.  
300 GRANITE STREET SUITE 201  
BRAINTREE, MA 02184

VP Finance & Corp Controller

## Signatures

Todd Patriacca,  
Attorney-in-fact 02/15/2018

\_\_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).

These shares are restricted common stock, par value \$0.001 ("Restricted Common Stock") awarded to the Reporting Person under the

- (1) Altra Industrial Motion Corp. 2014 Omnibus Incentive Plan. Shares of Restricted Common Stock are subject to restrictions. The restrictions will expire in equal installments on August 15, 2018, 2019, 2020 and 2021, respectively.

Performance shares earned after Compensation Committee determined that certain performance goals which measure the Company's total shareholder return ("TSR") against the TSR of a peer group of companies over the three year measurement period, from January 1, 2015

- (2) to December 31, 2017, had been met. The shares are issued as common stock par value \$0.001 ("Common Stock") awarded to the Reporting Person under the Altra Industrial Motion Corp. 2014 Omnibus Incentive Plan. Dividends accrued on earned performance shares were included as additional shares of Common Stock in accordance with the terms of the award agreement.

- (3) Shares forfeited in lieu of taxes upon award of Common Stock.

- (4) Shares forfeited in lieu of taxes upon vesting of Restricted Stock

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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