KEURIG GREEN MOUNTAIN, INC.

Form 4

February 03, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

10% Owner

Other (specify

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

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)

(Last)

1.Title of

Security

(Instr. 3)

1(b).

1. Name and Address of Reporting Person * WESLEY NORMAN H

2. Issuer Name and Ticker or Trading Symbol

KEURIG GREEN MOUNTAIN,

INC. [GMCR]

3. Date of Earliest Transaction

(Month/Day/Year)

(Middle)

33 COFFEE LANE 01/30/2015

(Street)

(First)

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line)

below)

X_ Director

Issuer

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

X Form filed by One Reporting Person Form filed by More than One Reporting

Officer (give title

Person

WATERBURY, VT 05676

(City) (State) (Zip) 2. Transaction Date 2A. Deemed

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

Execution Date, if (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

Following Reported Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

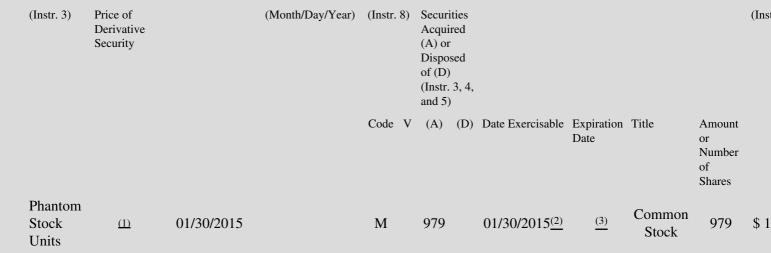
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any

5. Number 6. Date Exercisable and **Expiration Date** Transactionof Derivative (Month/Day/Year) Code

7. Title and Amount of 8. P. **Underlying Securities** Der (Instr. 3 and 4) Seci

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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

WESLEY NORMAN H
33 COFFEE LANE X
WATERBURY, VT 05676

Signatures

/s/ Jessica H. Collins, pursuant to a Power of Attorney 02/03/2015

**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 share of Phantom Stock Units is the economic equivalent of one share of Common Stock.
- (2) On 1/30/2015 the reporting person acquired 979 units of Phantom Stock at a unit price of \$122.56 as a result of a deferral of restricted stock units granted to him on 1/30/2015. The restricted stock units fully vested on the date of grant.
- (3) Distribution is made under the Keurig Green Mountain 2002 Deferred Compensation Plan, as amended, on a fixed date, or at the time of the participants death, disability, or termination of service.

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.

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