

Hargraves David Alfred
Form 4
January 17, 2019

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hargraves David Alfred

(Last) (First) (Middle)

C/O PREMIER, INC., 13034
BALLANTYNE CORPORATE
PLACE

(Street)

CHARLOTTE, NC 28277

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Premier, Inc. [PINC]

3. Date of Earliest Transaction
(Month/Day/Year)
01/16/2019

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)
SVP, Supply Chain

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Class A Common Stock | 01/16/2019 | | M ⁽¹⁾ | | 3,721 | A | \$ 32.9 | 14,829 | D |
| Class A Common Stock | 01/16/2019 | | M ⁽¹⁾ | | 1,976 | A | \$ 31.65 | 16,805 | D |
| Class A Common Stock | 01/16/2019 | | M ⁽¹⁾ | | 600 | A | \$ 31.8 | 17,405 | D |
| Class A | 01/16/2019 | | M ⁽¹⁾ | | 4,139 | A | \$ | 21,544 | D |

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| | | | | | | | |
|----------------------------|------------|------------------|--------|---|-------------|--------|---|
| Common Stock | | | | | | 35.65 | |
| Class A Common Stock | 01/16/2019 | S ⁽¹⁾ | 10,436 | D | \$ 39.95 | 11,108 | D |

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

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(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. Amount or Number of Shares |
|---|--|---|---|--------------------------------------|---|--|--------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | | |
| Option (right to buy) | \$ 32.9 | 01/16/2019 | | M ⁽¹⁾ | 3,721 | ⁽²⁾ | 08/25/2027 | Class A Common Stock | | 3,721 |
| Option (right to buy) | \$ 31.65 | 01/16/2019 | | M ⁽¹⁾ | 1,976 | ⁽³⁾ | 08/31/2026 | Class A Common Stock | | 1,976 |
| Option (right to buy) | \$ 31.8 | 01/16/2019 | | M ⁽¹⁾ | 600 | ⁽⁴⁾ | 05/31/2026 | Class A Common Stock | | 600 |
| Option (right to buy) | \$ 35.65 | 01/16/2019 | | M ⁽¹⁾ | 4,139 | ⁽⁵⁾ | 08/31/2025 | Class A Common Stock | | 4,139 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Hargraves David Alfred
C/O PREMIER, INC.

SVP, Supply Chain

13034 BALLANTYNE CORPORATE PLACE
CHARLOTTE, NC 28277

Signatures

/s/ Andrew A. Gerber,
Attorney-in-Fact

01/17/2019

__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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 8, 2018.
- (2) The right to exercise one-third of the options on each of August 24, 2018, 2019 and 2020.
- (3) The right to exercise one-third of the options on each of August 30, 2017, 2018 and 2019.
- (4) The right to exercise one-third of the options on each of May 30, 2017, 2018 and 2019.
- (5) The right to exercise one-third of the options on each of August 30, 2016, 2017 and 2018.

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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