SEC Form 3

FORM 3

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

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> Murphy A Brett			2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol GLOBUS MEDICAL INC [ GMED ]				
	ALLEY FORGE BUSINESS CENTER 60 GENERAL ARMISTEAD AVENUE		08/02/2012		4. Relationship of Reporting Person(s) to Issue (Check all applicable) Director 10% Owner X Officer (give title Other (spec below) below) Executive VP, US Sales		(Month/Day/Year) 6. Individual or Joint/Group Filing (Check		
(City)	(State)	(Zip)	Tabla I Na		tius Coousitios Donoficial				
1. Title of Security (Instr. 4)				:	tive Securities Beneficiall 2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ( (Instr. 5)	t (D) (Instr. 5)		Beneficial Ownership
Class A Common Stock					76,923	D			
1. Title of Deriva	ative Security			lls, warra	re Securities Beneficially ants, options, convertible	securities	5) 4.	5.	6. Nature of Indirect
T. The of Derivauve Security (filsu: 4)			Expiration Date (Month/Day/Year)		Underlying Derivative Securit		Conversion or	ersion Ownership Form:	Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Class B Comn	non Stock <sup>(1)</sup>		(1)	(1)	Class A Common Stock	92,307(1)	(1)	D	
Stock Option (Right to Buy Class A Common Stock)		(2)	11/01/2016	Class A Common Stock	107,692	2.93	D		
Stock Option Stock) <sup>(3)</sup>	tock Option (Right to Buy Class C Common tock) $^{(3)}$		(4)	08/06/2019	Class C Common Stock <sup>(3)</sup>	9,230(3)	4.88	D	
Stock Option (Right to Buy Class C Common Stock) <sup>(3)</sup>		(5)	06/16/2020	Class C Common Stock <sup>(3)</sup>	9,230(3)	11.87	D		
Stock Option (Right to Buy Class C Common Stock) $^{(3)}$		(6)	04/20/2021	Class C Common Stock <sup>(3)</sup>	15,384(3)	11.28	D		
Stock Option (Right to Buy Class C Common Stock) $^{(3)}$		(7)	10/27/2021	Class C Common Stock <sup>(3)</sup>	12,307(3)	10.66	D		

## Explanation of Responses:

1. From the date of acquisition, the Class B Common Stock converts into the Company's Class A Common Stock on a one-for-one basis (i) at the option of the holder, (ii) upon certain transfers, (iii) upon the closing of the Company's initial public offering if at that time the Class B Common Stock that the holder beneficially owns is less than 10% of the aggregate number of all outstanding shares of common stock, and (iv) immediately if, at any time following the initial public offering of the Company's common stock, the Class B Common Stock that the holder beneficially owns is less than 5% of all outstanding shares of common stock.

2. These options were granted on November 1, 2006, and vested over a four-year period with one-fourth (1/4) of the options granted vesting on November 1, 2007, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months

3. The Class C Common Stock automatically converts into the Company's Class A Common Stock on a one-for-one basis upon the closing of the Company's initial public offering.

4. These options were granted on August 6, 2009, and vest over a four-year period with one-fourth (1/4) of the options granted vesting on January 1, 2010, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months.

5. These options were granted on June 16, 2010, and vest over a four-year period with one-fourth (1/4) of the options granted vesting on January 1, 2011, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months.

6. These options were granted on April 20, 2011, and vest over a four-year period with one-fourth (1/4) of the options granted vesting on February 8, 2012, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months.

7. These options were granted on October 27, 2011, and vest over a four-year period with one-fourth (1/4) of the options granted vesting on January 1, 2012, the first anniversary of the vesting commencement date, and the balance of the options granted vesting ratably on a monthly basis over the following 36 months.

**Remarks:** 

\*\* Signature of Reporting Person Date

08/02/2012

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

 $^{\ast}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Know all by these presents that the undersigned hereby constitutes and appoints each of Anthony L. Williams, Donald R. Reynolds and David P. Creekman, and each of them acting alone, signing singly, the undersigned's true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% or more stockholder of Globus Medical, Inc. (the "Company"), Forms ID, 3, 4, 5 and Update Passphrase Acknowledgement (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "1934 Act"), and the rules promulgated thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID, 3, 4, 5 and Update Passphrase Acknowledgement (and any amendments thereto) and to file timely such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which in the opinion of such attorney-in-fact may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of July 2012.

/s/ A. Brett Murphy A. Brett Murphy