

MIMEDX GROUP, INC.

Form 4

July 02, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Taylor William Charles

(Last) (First) (Middle)

C/O MIMEDX GROUP, INC., 1775
WEST OAK COMMONS CT. NE

(Street)

MARIETTA, GA 30062

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MIMEDX GROUP, INC. [MDXG]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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	06/30/2014		S	(A) or (D) Amount (1) 2,000 D	\$ 7.5 457,506	D	
Common Stock	07/01/2014		S	(A) or (D) Amount (1) 98,000 D	\$ 7.5 359,506	D	
Common Stock	07/01/2014		M	(A) or (D) Amount (1) 50,000 A	\$ 0.7 409,506	D	
Common Stock	07/01/2014		S	(A) or (D) Amount (1) 50,000 D	\$ 7.5 359,506	D	
Common Stock	07/01/2014		M	(A) or (D) Amount (1) 78,571 A	\$ 0.7 438,077	D	

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Common Stock 07/02/2014 M 21,429 A \$ 1.23 459,506 ⁽²⁾ 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 0.7	07/01/2014		M	50,000	09/22/2009 09/22/2019	Common Stock 50,000
Stock Option	\$ 0.7	07/01/2014		M	78,571	09/22/2009 09/22/2019	Common Stock 78,571
Stock Option	\$ 1.23	07/02/2014		M	21,429	03/18/2011 03/18/2021	Common Stock 21,429

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Taylor William Charles C/O MIMEDX GROUP, INC. 1775 WEST OAK COMMONS CT. NE MARIETTA, GA 30062	X President and COO

Signatures

/s/ Michael J. Senken, by Power of Attorney 07/02/2014

**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) Sales pursuant to trading plan meeting the requirements of SEC Rule 10b5-1.

(2) 91,173 of these shares are Restricted Stock, which vest in equal installments over the first three anniversary dates of the grants.

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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