

MUSE JOHN O
Form 4
March 18, 2019

FORM 4

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

OMB APPROVAL

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

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MUSE JOHN O

2. Issuer Name and Ticker or Trading Symbol
DARLING INGREDIENTS INC.
[DAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

DARLING INGREDIENTS
INC., 251 O'CONNOR RIDGE
BLVD, SUITE 300

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP- Chief Admin. Officer

(Street)

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

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

IRVING, TX 75038

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	03/14/2019		M	A	6,189	\$ 16.98	107,461 D
Common Stock	03/14/2019		M	A	13,019	\$ 16.53	120,480 D
Common Stock	03/14/2019		M	A	16,180	\$ 19.94	136,660 D
Common Stock	03/14/2019		M	A	68,578	\$ 8.51	205,238 D
	03/14/2019		M	A	21,049		226,287 D

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Common Stock					\$			
					11.97			
Common Stock	03/14/2019		F	92,596	D	\$ 21.2	133,691	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. Amount or Number of Shares
Options (right to buy)	\$ 16.98	03/14/2019		M	6,189	<u>(1)</u> 03/06/2022	Common Stock	6,189
Options (right to buy)	\$ 16.53	03/14/2019		M	13,019	<u>(2)</u> 03/05/2023	Common Stock	13,019
Options (right to buy)	\$ 19.94	03/14/2019		M	16,180	<u>(3)</u> 03/04/2024	Common Stock	16,180
Options (right to buy)	\$ 8.51	03/14/2019		M	68,578	<u>(4)</u> 02/25/2026	Common Stock	68,578
Options (right to buy)	\$ 11.97	03/14/2019		M	21,049	<u>(5)</u> 03/07/2026	Common Stock	21,049

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			EVP- Chief Admin. Officer	

