Edgar Filing: WATERS CORP /DE/ - Form 4

WATERS CO	ORP /DE/							
Form 4 January 03 20	017							
January 03, 2017 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	PPROVAL 3235-0287		
if no longe subject to Section 16 Form 4 or Form 5 obligations may contir <i>See</i> Instruct 1(b).	er 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 20(b) of the Investment Company Act of 1940						2005 average irs per	
(Print or Type Re	esponses)							
1. Name and Ad BEKENSTEI	Symbol	2. Issuer Name and Ticker or Trading Symbol WATERS CORP /DE/ [WAT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 34 MAPLE S	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016			_X_Director Officer (give title10% Owner Other (specify below)below)			
	Filed(Mon		ndment, Date Original nth/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 		
MILFORD, N	MA 01757					Person	viore than One Re	eporting
(City)	(State)	(Zip) Table	e I - Non-Der	ivative S	ecurities Ac	quired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)		Transaction Code	Disposed (Instr. 3, 4	(A) or of (D)	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)
Common Stock				<i>i</i> mount		62,461	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8. l De Sea (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	12/31/2016		А	127.87	12/31/2016	(2)	Common Stock	127.87	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1.0.0	Director	10% Owner	Officer	Other		
BEKENSTEIN JOSHUA 34 MAPLE STREET MILFORD, MA 01757	Х					
Signatures						

/s/ Joshua	
Bekenstein	01/03/2017
**Signature of	Date
Reporting Person	

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) COMMON STOCK UNITS ARE CONVERTIBLE INTO COMMON STOCK SHARES ON A ONE TO ONE RATIO.
- (2) UPON RESIGNATION AS DIRECTOR.

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.