Edgar Filing: Orr, III San W. - Form 4

Form 4	V.										
February 24,											
FORM	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							9PROVAL 3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin See Instrue	F CHAN	GES IN I SECURI 5(a) of the ility Hold	BENEFI ITIES Securiti ing Com	CIA es Ex pany	chang Act o	TNERSHIP OF ge Act of 1934, f 1935 or Sectio 40	F Expires: January 31 2009 Estimated average burden hours per response 0.5				
1(b).	cuon	()			r	,					
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Orr, III San W.			2. Issuer Name and Ticker or Trading Symbol Colfax CORP [CFX]				g	5. Relationship of Reporting Person(s) to Issuer			
(Last) C/O BDT CA LLC, 401 NO AVENUE, S	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2012					(Check all applicable) <u>X</u> Director 10% Owner Officer (give title Other (specify below)					
CHICAGO,		ndment, Dat h/Day/Year)	e Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f. or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ransaction Date 2A. Deemed			4. Securi onAcquired Disposed	ties l (A) o l of (D	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Stock, par value \$.001	02/22/2012 <u>(1)</u>	<u>)</u>		Code V	Amount 5,556	(D) A	Price \$ 0	(Instr. 3 and 4) 5,556	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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

 Reporting Owner Name / Address
 Relationship

 Director
 10% Owner
 Officer
 Other

 Orr, III San W.
 C/O BDT CAPITAL PARTNERS, LLC
 X
 X
 Version
 Version
 Version

 C/O BDT CAPITAL PARTNERS, LLC
 X
 Version
 X
 Version
 Version
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 Signatures
 Version
 02/24/2012
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 Version
 Version
 Version

 ***Signature of
 Date
 Date
 Version
 Version
 Version
 Version

**Signature of 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) This transaction was a grant of restricted stock units to Mr. Orr in connection with his appointment to the Board of Directors of the Issuer.

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.