

BARTON MATHIAS J

Form 4

January 04, 2019

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BARTON MATHIAS J

(Last) (First) (Middle)

C/O DORMAN PRODUCTS,  
INC., 3400 WALNUT STREET

(Street)

COLMAR, PA 18915

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Dorman Products, Inc. [DORM]

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

01/02/2019

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Stock                    | 01/02/2019                           |                                                    | M                              |                                                                   | 8,134  | A          | \$ 41.59                                                                                      | 57,910                                                   | D                                                     |
| Common Stock                    | 01/02/2019                           |                                                    | F                              |                                                                   | 3,784  | D          | \$ 89.38                                                                                      | 54,126                                                   | D                                                     |
| Common Stock                    | 01/02/2019                           |                                                    | M                              |                                                                   | 8,934  | A          | \$ 78.64                                                                                      | 63,060                                                   | D                                                     |
| Common Stock                    | 01/02/2019                           |                                                    | F                              |                                                                   | 7,860  | D          | \$ 89.38                                                                                      | 55,200                                                   | D                                                     |
| Common Stock                    | 01/02/2019                           |                                                    | M                              |                                                                   | 12,160 | A          | \$ 72.55                                                                                      | 67,360                                                   | D                                                     |

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|              |            |   |       |   |          |                      |   |           |
|--------------|------------|---|-------|---|----------|----------------------|---|-----------|
| Common Stock | 01/02/2019 | F | 9,870 | D | \$ 89.38 | 57,490               | D |           |
| Common Stock |            |   |       |   |          | 600                  | I | By Trust  |
| Common Stock |            |   |       |   |          | 1,988 <sup>(1)</sup> | I | By 401(k) |

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

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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) |                 |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| Employee Stock Option (right to buy)       | \$ 41.59                                               | 01/02/2019                           |                                                    | M                              |                                                                                         | 8,134                                                    |     | <u>(2)</u>                                                    | 01/30/2019      | Common Stock | 8,134                      |
| Employee Stock Option (right to buy)       | \$ 78.64                                               | 01/02/2019                           |                                                    | M                              |                                                                                         | 8,934                                                    |     | <u>(2)</u>                                                    | 01/30/2019      | Common Stock | 8,934                      |
| Employee Stock Option (right to buy)       | \$ 72.55                                               | 01/02/2019                           |                                                    | M                              |                                                                                         | 12,160                                                   |     | <u>(2)</u>                                                    | 01/30/2019      | Common Stock | 12,160                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

BARTON MATHIAS J  
C/O DORMAN PRODUCTS, INC.  
3400 WALNUT STREET  
COLMAR, PA 18915

X

## Signatures

/s/ Thomas J. Knoblauch, by Power of  
Attorney

01/04/2019

\_\_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).  
  
The shares are represented by units held in a unitized stock fund through the Issuer's 401(k) Retirement Plan and Trust. The unitized stock fund of the Issuer's 401(k) Retirement Plan and Trust consists of cash and Common Stock in amounts that vary from time to time.  
(1) As of December 31, 2018 the reporting person had 1,302 units in the Issuer's 401(k) Retirement Plan and Trust, which units consisted of 1,988 shares of Common Stock.  
(2) This option vested in full as of December 31, 2018.

### Remarks:

The filing of this Statement shall not be construed as an admission (a) that the person filing this Statement is, for the purposes

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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