

Wittig Stephen
Form 4
September 11, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wittig Stephen

2. Issuer Name and Ticker or Trading Symbol
Colfax CORP [CFX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
420 NATIONAL BUSINESS PARKWAY, 5TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2017

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

SVP - CBS & Supply Chain

(Street)

4. If Amendment, Date Original Filed(Month/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 Person

ANNAPOLIS JUNCTION, MD 20701

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01	09/07/2017		M		8,954	A	\$ 35.6
					15,479.3131	D	
Common Stock, par value \$0.01	09/07/2017		M		9,551	A	\$ 26.51
					25,030.3131	D	
Common Stock, par value	09/07/2017		M		9,137	A	\$ 24.95
					34,167.3131	D	

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Common Stock, par value \$0.001	09/07/2017	S	27,642	D	\$ 39.28 <u>(1)</u>	6,525.3131	D	
Common Stock, par value \$0.001	09/07/2017	S	547.3131	D	\$ 39.64	5,978	D	
Common Stock, par value \$0.001	09/07/2017	S	1,000	D	\$ 39.64	0	I	By wife
Common Stock, par value \$0.001						1,636.434	I	By 401K Plan
Common Stock, par value \$0.001						7.9707	I	By son
Common Stock, par value \$0.001						7.9707	I	By son
Common Stock, par value \$0.001						7.9707	I	By daughter

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)	8. D
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)		
Employee Stock Option (right to buy)	\$ 35.6	09/07/2017	M			8,954	(2) 02/22/2019 Common Stock, par value \$.001	8,954
Employee Stock Option (right to buy)	\$ 26.51	09/07/2017	M			9,551	(3) 11/15/2022 Common Stock, par value \$.001	9,551
Employee Stock Option (right to buy)	\$ 24.95	09/07/2017	M			9,137	(4) 02/14/2023 Common Stock, par value \$.001	9,137

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wittig Stephen 420 NATIONAL BUSINESS PARKWAY 5TH FLOOR ANNAPOLIS JUNCTION, MD 20701			SVP - CBS & Supply Chain	

Signatures

/s/ A. Lynne Puckett,
Attorney-in-Fact

09/11/2017

**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) The price reported in this row of Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.12 to \$39.41, inclusive. The reporting person undertakes to provide to Colfax Corporation, any security holder of Colfax Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

(2) The option vested in three equal annual installments beginning on February 23, 2013.

(3) The option vests in three equal annual installments beginning on November 16, 2016.

(4) The option vests in three equal annual installments beginning on February 15, 2017.

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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