SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Newell William E	2. Date of Ever Requiring State (Month/Day/Ye 03/05/2018	ement	3. Issuer Name and Ticker or Trading Symbol <u>DENTSPLY SIRONA Inc.</u> [XRAY]					
(Last) (First) (Middle) 221 W PHILADELPHIA ST, STE 60W			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		(Mon	5. If Amendment, Date of Original Filed (Month/Day/Year)		
			X Officer (give title Other (specify below) below)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)			SVP Consumables E	Indo Ortho	X		One Reporting Person	
YORK PA 17401	_					Form filed by Reporting Pe	y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr. 5)			
Common Stock			9,093.426	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration Da (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)		
Phantom Stock (Supplemental Executive Retirement Plan) SERP	(1)	(1)	Common Stock	8,871.144	(1)	D		
Stock Option (Right to Buy)	(2)	12/08/2018	Common Stock	12,150	25.91	D		
Stock Option (Right to Buy)	(2)	12/08/2019	Common Stock	11,400	33.86	D		
Stock Option (Right to Buy)	(2)	02/11/2021	Common Stock	10,800	36.62	D		
Stock Option (Right to Buy)	(2)	02/21/2022	Common Stock	19,000	38.74	D		
Stock Option (Right to Buy)	(2)	02/25/2023	Common Stock	13,800	40.86	D		
Stock Option (Right to Buy)	(2)	02/24/2024	Common Stock	14,500	45.11	D		
Stock Option (Right to Buy)	(2)	02/23/2025	Common Stock	13,500	52	D		
Stock Option (Right to Buy)	(3)	02/17/2026	Common Stock	10,400	55.91	D		
Stock Option (Right to Buy)	(4)	02/22/2027	Common Stock	9,900	62.34	D		
Stock Option (Right to Buy)	(5)	08/11/2027	Common Stock	1,500	55.33	D		

Explanation of Responses:

1. The shares of phantom stock become payable in common stock upon the reporting person's termination of employment.

2. This option is fully vested and exercisable.

3. Stock Options vest in annual one-third (1/3) increments over a three-year period ending February 17, 2019.

4. Stock Options vest in annual one-third (1/3) increments over a three-year period ending February 22, 2020.

5. Stock Options vest in annual one-third (1/3) increments over a three-year period ending August 11, 2020.

Dane Baumgardner, Attorney-In-Fact for William E Newell ** Signature of Reporting Person

03/15/2018

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

DENTSPLY SIRONA Inc. Limited Power of Attorney for Section 16 Reporting Obligations

Know all by these presents that the undersigned hereby constitutes and appoints each of Keith Ebling, and Dane Baumgardner, or either of them acting singly and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

1. Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer or director or both of DENTSPLY SIRONA Inc. (the "Company"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;

2. To perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, complete and execute any amendments thereto, and timely file such forms with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC;

3. Seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to each of the undersigned's attorneys-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information;

4. Take any other action in connection with the foregoing which, in the opinion of such attorneyin-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-infact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request and on the behalf of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with, or any liability for the failure to comply with, any provision of Section 16 of the Exchange Act.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this 6th day of March, 2018.

Signed and acknowledged:

/s/_____ William E. Newell