SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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			of Decision Decity of the investment Company viet of 1040						
1. Name and Address of Reporting Person* SIZE ROBERT J.			2. Issuer Name and Ticker or Trading Symbol <u>DENTSPLY SIRONA Inc.</u> [XRAY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Loot)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)					
(Last) (First) (Middle) 221 W PHILADELPHIA ST, STE 60W		()	02/23/2018	Interim President and COO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
YORK	PA	17401		X Form filed by One Reporting Person					
(City)	(State)	(Zip)		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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	02/23/2018		М		4,215 ⁽¹⁾	Α	\$ <mark>0</mark>	24,255.233	D	
Common Stock	02/23/2018		М		4,68 2 ⁽²⁾	Α	\$ <mark>0</mark>	28,937.233	D	
Common Stock	02/23/2018		F		2,563 ⁽³⁾	D	\$57.67	26,374.233	D	

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. Transa Code (8)				ate	Amount of			9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
RSU (Restricted Stock Unit)	(4)	02/23/2018		М			4,215 ⁽¹⁾	02/23/2018	02/23/2018	Common Stock	4,215	\$0	4,157.934	D	
PRSU (Performance Measured Restricted Stock Unit)	(5)	02/23/2018		М			4,682 ⁽²⁾	02/23/2018	02/23/2018	Common Stock	4,682	\$0	0	D	

Explanation of Responses:

1. Comprised of four thousand two hundred fifteen (4,215) vested RSUs plus sixty-eight (68) RSUs accrued through dividend equivalent rights, each as previously reported in this Table II.

2. Comprised of four thousand six hundred seven (4,607) vested Performance Restricted Stock Units (PRSUs) plus seventy-five (75) DERs accrued through dividend equivalent rights, each as previously reported in this Table II.

3. Shares withheld to cover taxes related to the vesting of the reporting person's RSUs and PRSUs.

4. RSUs vest in full three years from date of grant and convert into common stock on a 1:1 basis for no additional consideration.

5. PRSUs vest in full three years from date of grant and convert into common stock on a 1:1 basis for no additional consideration.

Dane Baumgardner, Attorney-In-Fact for Robert J. Size

<u>02/27/2018</u>

** Signature of Reporting Person

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 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).

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.