

GLOBE SPECIALTY METALS INC

Form 4

December 24, 2015

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BARGER DONALD G JR

2. Issuer Name **and** Ticker or Trading
Symbol
GLOBE SPECIALTY METALS
INC [GSM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2015

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O GLOBE SPECIALTY
METALS, INC., 600 BRICKELL
AVENUE, SUITE 3100

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

MIAMI, FL 33131

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/23/2015		D		8,630	D	<u>11</u> 0

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
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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)**

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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. 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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 22.42	12/23/2015		D		1,446		06/30/2012	06/30/2016	Common Stock	1,446
Stock Option	\$ 18.81	12/23/2015		D		6,675		<u>(3)</u>	08/11/2016	Common Stock	6,675
Stock Option	\$ 18.81	12/23/2015		D		225		<u>(3)</u>	08/11/2016	Common Stock	225
Stock Option	\$ 13.43	12/23/2015		D		3,297		06/30/2013	06/30/2017	Common Stock	3,297
Stock Option	\$ 11.34	12/23/2015		D		4,990		07/18/2014	07/18/2018	Common Stock	4,990
Stock Option	\$ 18.31	12/23/2015		D		12,500		<u>(4)</u>	02/19/2019	Common Stock	12,500
Stock Option	\$ 19.44	12/23/2015		D		7,500		<u>(4)</u>	02/24/2019	Common Stock	7,500
Stock Option	\$ 20.54	12/23/2015		D		5,000		<u>(4)</u>	03/16/2019	Common Stock	5,000
Stock Option	\$ 20.58	12/23/2015		D		1,226		07/08/2015	07/08/2019	Common Stock	1,226
Restricted Stock Unit	<u>(5)</u>	12/23/2015		D		1,078		02/27/2016	02/27/2016	Common Stock	1,078
Restricted Stock Unit	<u>(5)</u>	12/23/2015		D		1,695		06/30/2016	06/30/2016	Common Stock	1,695
Stock Appreciation Right	\$ 12.54 <u>(6)</u>	12/23/2015		D		12,784		<u>(4)</u>	08/20/2018	Common Stock	12,784
Stock Appreciation Right	\$ 16.7 <u>(6)</u>	12/23/2015		D		2,303		02/27/2016	02/27/2020	Common Stock	2,303

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

BARGER DONALD G JR
C/O GLOBE SPECIALTY METALS, INC. X
600 BRICKELL AVENUE, SUITE 3100
MIAMI, FL 33131

Signatures

/s/ Stephen
Lebowitz 12/24/2015

__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).

- Disposed of in a merger pursuant to a business combination agreement by, among others, issuer, Grupo Villar Mir, S.A., and Grupo
- (1) FerroAtlantica, S.A., in which each share of common stock of issuer was exchanged for one (1) share of FerroGlobe PLC common stock on the effective date of the merger.
- (2) These awards were cancelled in the merger in exchange for awards on the same terms for shares of FerroGlobe PLC common stock.
- (3) The awards vest and become exercisable quarterly, in eighths, over the course of two years from the original grant date (subject to acceleration in certain circumstances).
- (4) The awards vest and become exercisable in thirds on the first, second and third anniversary of the original grant date (subject to acceleration in certain circumstances).
- (5) Each restricted stock unit represents the right to receive cash in an amount equal to the fair market value of one share of common stock, on the date of vesting of the subject restricted stock unit.
- Each stock appreciation right represents the right to receive cash in an amount equal to the difference obtained by subtracting the exercise
- (6) price from the fair market value of one share of the company's common stock, as of the date of exercise of the subject stock appreciation right.

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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