Edgar Filing: Xylem Inc. - Form 4

Xylem Inc

Xylem Inc. Form 4											
May 13, 201	5										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								-	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check thi		•	asinington,	D.C. 20.) -)			Expires:	January 31		
if no long subject to	STATEM	ENT OF CHA	F CHANGES IN BENEFICIAL OW				NERSHIP OF	Estimated	2005		
Section 1	6.	SECURITIES						urs per			
Form 4 or Form 5	-	Filed suggest to Section 16(a) of the Securities Further as Act of 1024							. 0.5		
obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section											
may cont <i>See</i> Instru	inue.	30(h) of the	•	•	- •						
1(b).											
(Print or Type F	Responses)										
			2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
rendere jerome A			Symbol Xylem Inc. [XYL]				100000				
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)				
			(Month/Day/Year)				X_ Director 10% Owner				
			05/12/2015				Officer (give title Other (specify below) below)				
XYLEM IN							,	,			
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year) Applicable Line) _X_Form filed by					_X_ Form filed by	One Reporting Person					
RYE BROO	0K, NY 10573						Form filed by 1 Person	More than One R	eporting		
(City)	(State) (Zip) T	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Year)	Execution Date, any	on Date, if TransactionAcquired (A) or Code Disposed of (D)					Form: Direct (D) or	Indirect Beneficial Ownership		
(111511-0)		(Month/Day/Ye	/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			Owned	Indirect (I)				
							Following Reported	(Instr. 4)	(Instr. 4)		
					(A) or		Transaction(s)				
-			Code V	Amount		Price	(Instr. 3 and 4)				
Common Stock	05/12/2015		А	3,289 (1)	А	\$0	9,783 <u>(2)</u>	D			

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 displays a currently valid OMB control number.

 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. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Peribere Jerome A 1 INTERNATIONAL DRIVE C/O XYLEM INC. RYE BROOK, NY 10573	Х							
Signatures								
/s/ Elena Centeio, by power of Peribere	attorney f	05/13/2015						
**Signature of Report	ing 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).
- Reflects the award of restricted stock units, which are scheduled to vest on the business day prior to the Xylem Inc. 2016 annual (1) shareowners' meeting.
- (2) Additional shares also accrued through a qualified DRIP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.