Edgar Filing: MOHAPATRA SURYA N - Form 4

MOHAPATH	RA SURYA I	N										
Form 4												
May 10, 2018	8											
EODM									OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi		0 /					Expires:	January 31,				
subject to statement of changes in BENEFICIA					CIA	LOW	NERSHIP OF		2005			
-	Section 16. SECURITIES								Estimated average burden hours per			
Form 4 or	r								response 0.5			
Form 5	Filed	pursuant to	Section 10	6(a) of the	e Securiti	es Ez	kchang	ge Act of 1934,	·			
obligatior may conti		17(a) of th	e Public Ut	ility Hold	ling Com	pany	Act o	f 1935 or Sectio	n			
See Instru		30(1	h) of the In-	vestment	Company	y Act	of 19	40				
1(b).												
(Print or Type R	Responses)											
1 Nama and A	ddrass of Danor	ting Dorson *	. .		T . 1			5. Relationship of	Paparting Dar	ran(s) to		
1. Name and Address of Reporting Person * 2. Issuer Na MOHAPATRA SURYA N Symbol				Name and	Ticker or	Iradin	g	Issuer	soli(s) to			
Monari	NI DONIII	11	Symbol Verlam I		1							
			Xylem I	nc. [XYL	<i>4</i>]			(Check all applicable)				
(Last) (First) (Middle) 3. [Earliest Tr	ansaction							
	TRANK DI		(Month/D	•				XDirector		6 Owner		
	TIONAL DE	RIVE, C/O	05/09/20)18				Officer (give below)	below)	er (specify		
XYLEM IN	C.							,	,			
(Street)			4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
	Filed(Mon	th/Day/Year)			Applicable Line)						
		_						_X_Form filed by Form filed by M				
RYE BROO	OK, NY 10573	3						Person		eporting		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of	2. Transaction	Date 2A. D	eemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Y	Year) Execu	tion Date, if		onAcquired			Securities	Form: Direct	Indirect		
(Instr. 3)		any (Mont	th/Day/Vaar)	Code Disposed of (D)			·	Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
		(MOIII	III/Day/Tear)	Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			Following	(Instr. 4)	(Instr. 4)			
								Reported	((
						(A) or		Transaction(s)				
				Code V	Amount		Price	(Instr. 3 and 4)				
Common	05/00/2010				1,947	. ,		25 416	D			
Stock	05/09/2018			А	(1)	А	\$0	35,416	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)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

MOHAPATRA SURYA N 1 INTERNATIONAL DRIVE

RYE BROOK, NY 10573

C/O XYLEM INC.

Signatures

/s/ Juliene Patton, by power of attorney for Surya N. Mohapatra

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Director

Х

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Relationships

10% Owner Officer Other

(1) Reflects the award of restricted stock units, which are scheduled to vest on the business day prior to the Xylem Inc. 2019 annual shareholders' meeting.

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.

05/10/2018 Date