

CARLISLE COMPANIES INC
 Form 4
 May 11, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBERTS DAVID A

(Last) (First) (Middle)

C/O CARLISLE COMPANIES
 INCORPORATED, 11605 NORTH
 COMMUNITY HOUSE ROAD

(Street)

CHARLOTTE, NC 28277

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**CARLISLE COMPANIES INC
 [CSL]**

3. Date of Earliest Transaction
 (Month/Day/Year)
05/09/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) | | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------|---------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 05/09/2016 | | M | | 26,100 A \$ 18.57 | 173,717 | D | |
| Common Stock | 05/09/2016 | | S | | 26,100 D \$ 102.04 | 147,617 | D | |
| Common Stock | 05/10/2016 | | M | | 34,434 A \$ 18.57 | 182,051 | D | |
| Common Stock | 05/10/2016 | | S | | 34,434 D \$ 102.57 | 147,617 | D | |

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(2)

| | | | | | | | | |
|--------------|------------|---|--------|---|------------------|--------------------|---|---------------|
| Common Stock | 05/10/2016 | M | 35,800 | A | \$ 18.57 | 183,417 | D | |
| Common Stock | 05/10/2016 | S | 35,800 | D | \$ <u>(3)</u> | 147,617 | D | |
| Common Stock | | | | | | 132,076 <u>(4)</u> | I | See Footnotes |

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.

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(9-02)

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. 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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Common Stock Options <u>(5)</u> | \$ 18.57 | 05/09/2016 | | M | 26,100 | <u>(6)</u> | 02/03/2019 | Common Stock | 26,100 |
| Common Stock Options <u>(5)</u> | \$ 18.57 | 05/10/2016 | | M | 70,234 | <u>(6)</u> | 02/03/2019 | Common Stock | 70,234 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------------------|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROBERTS DAVID A C/O CARLISLE COMPANIES INCORPORATED 11605 NORTH COMMUNITY HOUSE ROAD CHARLOTTE, NC 28277 | X | | Executive Chairman | |

Signatures

/s/ David A. Roberts by Steven Ford,
attorney-in-fact

05/11/2016

__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).

(1) This transaction was executed in multiple trades at prices ranging from \$102.00 to \$102.21. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(2) This transaction was executed in multiple trades at prices ranging from \$102.02 to \$103.01. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(3) This transaction was executed in multiple trades at prices ranging from \$103.02 to \$103.26. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(4) Includes 120,910 shares held in Grantor Retained Annuity Trusts for the benefit of Mr. Roberts' children of which Mr. Roberts is Trustee and 11,166 shares held in trust for the benefit of Mr. Roberts' children of which Mr. Roberts' spouse is Trustee.

(5) Right to buy.

(6) 66,667 options exercisable on each of February 4, 2010 and February 4, 2011, and 66,666 options exercisable on February 4, 2012, cumulatively.

(7) The transaction is the exercise of a derivative security.

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.