

PAPPAS PHILO  
Form 3  
March 04, 2019

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

PAPPAS PHILO

(Last) (First) (Middle)

8000 BENT BRANCH DRIVE

(Street)

IRVING, TX 75063

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/28/2019

3. Issuer Name and Ticker or Trading Symbol  
Michaels Companies, Inc. [MIK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
Pres. - Merch. & Supply Chain

5. 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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock

7,970

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:  
Direct (D)  
or Indirect

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Options (right to buy)	Â (1)	07/03/2021	Common Stock	18,987	\$ 13.9	D	Â
Employee Stock Options (right to buy)	Â (2)	08/12/2024	Common Stock	30,232	\$ 15.16	D	Â
Employee Stock Options (right to buy)	Â (3)	09/30/2025	Common Stock	39,685	\$ 23.1	D	Â
Employee Stock Options (right to buy)	Â (4)	09/14/2026	Common Stock	38,355	\$ 23.9	D	Â
Employee Stock Options (right to buy)	Â (5)	03/31/2027	Common Stock	49,128	\$ 22.39	D	Â
Employee Stock Options (right to buy)	Â (6)	03/29/2028	Common Stock	55,812	\$ 19.71	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Stock	3,835	\$ (8)	D	Â
Restricted Stock Units	Â (9)	Â (9)	Common Stock	6,141	\$ (8)	D	Â
Restricted Stock Units	Â (10)	Â (10)	Common Stock	9,302	\$ (8)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAPPAS PHILO 8000 BENT BRANCH DRIVE IRVING, TX 75063	Â	Â	Â Pres. - Merch. & Supply Chain	Â

## Signatures

Michael J. Veitenheimer, as  
attorney-in-fact

03/04/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 option, representing a right to purchase a total of 75,940 shares of the registrant's common stock, became exercisable in four equal annual installments beginning on July 3, 2014, which was the first anniversary of the date on which the option was granted.
- (2) This option, representing a right to purchase a total of 60,465 shares of the registrant's common stock, became exercisable in four equal annual installments beginning on August 12, 2015, which was the first anniversary of the date on which the option was granted.
- (3) This option to purchase common stock vests in equal installments annually over four years beginning on September 30, 2016, which was the first anniversary of the date on which the option was granted.
- (4)

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This option to purchase common stock vests in equal installments annually over four years beginning on September 14, 2017, which was the first anniversary of the date on which the option was granted.

- (5) This option to purchase common stock vests in equal installments annually over four years beginning on March 31, 2018, which was the first anniversary of the date on which the option was granted.
- (6) This option to purchase common stock vests in equal installments annually over four years beginning on March 29, 2019, which was the first anniversary of the date on which the option was granted.
- (7) On September 14, 2016, the reporting person was granted a total of 7,671 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.
- (8) Each restricted stock unit represents a contingent right to receive one share of common stock without the payment of additional consideration.
- (9) On March 31, 2017, the reporting person was granted a total of 8,188 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.
- (10) On March 29, 2018, the reporting person was granted 9,302 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.

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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