

HYDROGENICS CORP  
Form 4  
September 05, 2014

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CommScope, Inc. of North Carolina

(Last) (First) (Middle)  
1100 COMMSCOPE PLACE, SE  
(Street)  
HICKORY, NC 28602  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HYDROGENICS CORP [HYGS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/03/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ 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) (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, no par value	09/03/2014		S	V 9,100	(A) D \$ 22.1325 (1) 1,618,406	D (2)	
Common Stock, no par value	09/04/2014		S	2,000	(A) D \$ 22.105 (3) 1,616,406	D (2)	

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

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(9-02)

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**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)	8. Price of Derivative Security (Instr. 5)	9. Nu
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CommScope, Inc. of North Carolina 1100 COMMSCOPE PLACE, SE HICKORY, NC 28602		X		
COMMSCOPE INC 1100 COMMSCOPE PLACE, SE HICKORY, NC 28602		X		
CommScope Holding Company, Inc. 1100 COMMSCOPE PLACE, SE HICKORY, NC 28602		X		

## Signatures

CommScope, Inc. of North Carolina, by its Senior Vice President, Frank B. Wyatt, II, /s/Frank B. Wyatt, II	**Signature of Reporting Person	09/05/2014
		Date
CommScope, Inc., by its Senior Vice President, Frank B. Wyatt, II, /s/Frank B. Wyatt, II	**Signature of Reporting Person	09/05/2014
		Date
CommScope Holding Company, Inc., by its Senior Vice President, Frank B. Wyatt, II, /s/Frank B. Wyatt, II	**Signature of Reporting Person	09/05/2014
		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) The price shown is the weighted average price of the shares sold in this transaction. The price range for this transaction is \$22.00 to \$23.355. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or

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a security holder of the issuer, full information regarding the number of shares sold at each separate price for this transaction.

The amount listed reflects the beneficial ownership of the issuer's securities owned by CommScope, Inc. of North Carolina ("CommScope NC"), all of which may be deemed attributable to CommScope Holding Company, Inc. and CommScope, Inc. because

(2) CommScope NC is a wholly-owned subsidiary of CommScope, Inc., which is itself a wholly-owned subsidiary of CommScope Holding Company, Inc.

The price shown is the weighted average price of the shares sold in this transaction. The price range for this transaction is \$22.00 to

- (3) \$22.29. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price for this transaction.

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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