

Life Technologies Corp
 Form 4
 February 04, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Hoffmeister David F

2. Issuer Name and Ticker or Trading Symbol
 Life Technologies Corp [LIFE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5791 VAN ALLEN WAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/03/2014

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Financial Officer

CARLSBAD, CA 92008

4. 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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock ⁽¹⁾	02/03/2014		D	84,804 D \$ 76.1312	0	D	
Common Stock ⁽¹⁾ ₍₂₎	02/03/2014		D	27,465.93 D \$ 76.1312	0	I	By Employee Benefit Plan Trust

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.

SEC 1474 (9-02)

Edgar Filing: Life Technologies Corp - Form 4

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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Options	\$ 52	02/03/2014		D		67,613	03/01/2011	03/01/2020	Common Stock	67,613
Stock Options	\$ 48.91	02/03/2014		D		35,561	04/02/2013	04/02/2022	Common Stock	35,561
Stock Options	\$ 46.85	02/03/2014		D		28,814	05/15/2009	05/15/2018	Common Stock	28,814
Stock Options	\$ 38.43	02/03/2014		D		2,602	05/13/2006	05/13/2015	Common Stock	2,602
Stock Options	\$ 38.43	02/03/2014		D		27,398	05/13/2006	05/13/2015	Common Stock	27,398
Stock Options	\$ 35.87	02/03/2014		D		48,000	05/15/2008	05/15/2017	Common Stock	48,000
Stock Options	\$ 32.94	02/03/2014		D		3,036	05/12/2007	05/12/2016	Common Stock	3,036
Stock Options	\$ 32.94	02/03/2014		D		54,964	05/12/2007	05/12/2016	Common Stock	54,964
Stock Options	\$ 32.26	02/03/2014		D		30,000	11/14/2006	11/14/2015	Common Stock	30,000
Stock Options	\$ 27.5	02/03/2014		D		14,544	10/13/2005	10/13/2014	Common Stock	14,544
Stock Options	\$ 27.5	02/03/2014		D		192,728	10/13/2005	10/13/2014	Common Stock	192,728
Stock Options	\$ 22.23	02/03/2014		D		124,831	11/21/2009	11/21/2008	Common Stock	124,831
Restricted Stock Units	<u>U</u>	02/03/2014		D		9,382	04/01/2012	04/01/2021	Common Stock	9,382
Restricted Stock Units	<u>U</u>	02/03/2014		D		9,382	04/01/2012	04/01/2021	Common Stock	9,382
Restricted Stock	<u>U</u>	02/03/2014		D		5,111	04/02/2013	04/04/2016	Common Stock	5,111

Edgar Filing: Life Technologies Corp - Form 4

These Stock Options, which provided for vesting in four equal annual installments beginning on the first anniversary of the date of the grant, were canceled at the effective time of the Merger (whether vested or unvested) in exchange for a cash payment equal to the per-share merger consideration, less the exercise price of the option.

- (4) These service-based Restricted Stock Units, which provided for vesting in four equal annual installments beginning on the first anniversary of the date of the grant, were assumed by Thermo Fisher at the effective time of the Merger and converted into the right to receive a cash payment equal to the per-share merger consideration, which will vest and become payable following the effective time of the Merger in accordance with their original terms.

- (5) These service-based Restricted Stock Units, which provided for vesting in four equal annual installments beginning on the first anniversary of the date of the grant, were canceled at the effective time of the Merger in exchange for a cash payment equal to the per-share merger consideration.

- (6) These service-based Restricted Stock Units, which were issued under the Deferred Compensation Plan matching program and provided for vesting on the third anniversary of the time the match was made, were canceled at the effective time of the Merger in exchange for a cash payment equal to the per-share merger consideration.

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.