Edgar Filing: Bessko Zsolt K - Form 4

Bessko Zsol Form 4	t K										
May 22, 201	18										
FORM	14		GEGU						OMB AF	PROVAL	
		SECURITIES AND EXCHANGE COM Washington, D.C. 20549					OMB Number:	3235-0287			
Check th if no lon subject t Section Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	ger o 16. or ^{ons} tinue. Section 170	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 20(b) of the Investment Company Act of 1040							Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Bessko Zsolt K			2. Issuer Name and Ticker or Trading Symbol National Bank Holdings Corp [NBHC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 7800 E. ORCHARD ROAD, SUITE 300			3. Date of Earliest Transaction (Month/Day/Year) 05/22/2018					Director 10% Owner X Officer (give title Other (specify below) below) Chief Admin Officer			
GREENWO	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
VILLAGE,											
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	e Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	omr Dispos (Instr. 3,	sed of 4 and (A) or	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	05/22/2018			Code V M	Amount 9,450	(D) A	Price \$ 20.54	39,879	D		
Common Stock	05/22/2018			S	9,450	D	\$ 38.7031	30,429	D		

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

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number.

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. Transacti Code (Instr. 8)	5. Number onof 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 3 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 20.54	05/22/2018		М	9,450	(2)	08/08/2023	Common Stock	9,450

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
Bessko Zsolt K 7800 E. ORCHARD ROAD, SUITE 300 GREENWOOD VILLAGE, CO 80111			Chief Admin Officer				
Signatures							
/s/ Zsolt K. 05/22/2018 Bessko							

<u>**</u>Signature of Date Reporting Person

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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.70 to \$38.73, inclusive. The reporting person undertakes to provide to NBHC, any security holder of NBHC, or the staff of the Securities and

(1) To \$33.75, inclusive. The reporting person undertakes to provide to NBHC, any security holder of NBHC, of the start of the securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

(2) Time-vested stock option award. Stock options vested in equal installments on July 1, 2016 and July 1, 2017.

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.

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