

REINHOLD LAWRENCE P

Form 5

February 13, 2018

**FORM 5****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).

Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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

## OMB APPROVAL

OMB  
Number: 3235-0362  
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2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
REINHOLD LAWRENCE P

(Last) (First) (Middle)

C/O SYSTEMAX INC., 11  
HARBOR PARK DRIVE

(Street)

2. Issuer Name and Ticker or Trading  
Symbol  
SYSTEMAX INC [SYX]

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/30/2017

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)  
President & CEO

6. Individual or Joint/Group Reporting

(check applicable line)

PORT

WASHINGTON, NY 11050

(City) (State) (Zip)

☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/01/2017                              | Â                                                           | F                                       | Amount<br>(1) 6,546<br>(A)<br>or<br>(D)                                 | Price<br>\$ 8.47                                                                                                | 152,827 (2) D                                                        | Â                                                                 |
| Common<br>Stock                       | 05/15/2017                              | Â                                                           | F                                       | Amount<br>(1) 6,470<br>(A)<br>or<br>(D)                                 | \$<br>16.88                                                                                                     | 152,827 (2) D                                                        | Â                                                                 |
| Common<br>Stock                       | 11/14/2017                              | Â                                                           | F                                       | Amount<br>(1) 5,157<br>(A)<br>or<br>(D)                                 | \$<br>27.59                                                                                                     | 152,827 (2) D                                                        | Â                                                                 |

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**

SEC 2270  
(9-02)

the form displays a currently valid OMB control number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Other<br>Information<br>(Instr. 6)  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                      | (A) (D)                                                                                                            | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares |

## Reporting Owners

| Reporting Owner Name / Address                                                                | Relationships |           |                      |       |
|-----------------------------------------------------------------------------------------------|---------------|-----------|----------------------|-------|
|                                                                                               | Director      | 10% Owner | Officer              | Other |
| REINHOLD LAWRENCE P<br>C/O SYSTEMAX INC.<br>11 HARBOR PARK DRIVE<br>PORT WASHINGTON, NY 11050 | Â X           | Â         | Â President<br>& CEO | Â     |

## Signatures

/s/ Lawrence Reinhold by April Gruder,  
Attorney-in-Fact

02/13/2018

\_\_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) Shares surrendered to the Issuer for payment of tax liability incident to vesting of prior restricted stock award.

(2) The amount of non-derivative securities beneficially owned at the end of Issuer's fiscal year is, which includes the February 1, 2016 grant of 50,000 Restricted Stock Units (33,333 remain unvested), the November 14, 2011 grant of 100,000 Restricted Stock Units (40,000 remain unvested), the August 25, 2010 grant of 175,000 Restricted Stock Units (52,500 remain unvested) and 26,994 shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.