FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* GODFREY DAVID				r Name and Ticker TNER INC [ing Sy	rmbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
GUDFREY D	AVID				-					Director	10% (
(Loot)	(Firet)	(Middle)							X	Officer (give title below)	Other below	(specify)		
(Last) (First) (Middle) 56 TOP GALLANT RD				3. Date of Earliest Transaction (Month/Day/Year) 02/08/2016						SVP Worldwide Sales				
P.O. BOX 10212														
(Street)			4. If Am	endment, Date of C	Original I	Filed (Month/Day/Ye	ar)	6. Indi	vidual or Joint/Group	• • •	. ,		
STAMFORD CT 06904-2212 (City) (State) (Zip)								X	Form filed by One Form filed by Mor					
(City)	(State)	(Zip)								,		·		
		Table I - Non	-Derivative S	Securities Acq	uired,	Dis	posed of, o	or Bene	ficially C	Owned				
1. Title of Security (Instr. 3)		11	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock			02/09/2016		М		4,230(2)	A	\$0	10,203	D			
Common Stock			02/09/2016		F		1,486 ⁽⁵⁾	D	\$80.94	8,717	D			
Common Stock			02/09/2016		M		3,961 ⁽²⁾	A	\$0	12,678	D			
Common Stock			02/09/2016		F		1,361(5)	D	\$80.94	11,317	D			
				curities Acqui	,	•	•		-	vned				

(*3)															
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. Transa Code 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date Title		Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Stock Appreciation Rights	\$80.06	02/08/2016		A		21,675		02/08/2017 ⁽¹⁾	02/08/2023	Common Stock	21,675	\$0	21,675	D	
Restricted Stock Units	\$0	02/09/2016		M			4,230 ⁽²⁾	(3)	(3)	Common Stock	4,230	\$0	0	D	
Restricted Stock Units	\$0	02/09/2016		A		15,844		(4)	(4)	Common Stock	15,844	\$0	15,844	D	
Restricted Stock Units	\$0	02/09/2016		М			3,961 ⁽²⁾	(4)	(4)	Common Stock	3,961	\$0	11,883	D	

Explanation of Responses:

- 1. These SARs become exercisable in four substantially equal annual installments commencing on 2/8/2017.
- 2. Represents shares acquired upon release of RSUs.
- $3.\ These\ RSUs\ vest\ in\ four\ substantially\ equal\ installments,\ commencing\ on\ 02/09/2013.\ Represents\ 2016\ installment.$
- 4. These performance-based RSUs were awarded on February 9, 2015 and vest in four substantially equal annual installments, commencing on 2/9/2016, the date the performance metric was certified and the actual number of RSUs awarded was determined.
- 5. Represents shares withheld from released RSUs for the payment of applicable income and payroll withholding taxes due on release.

/s/ Clare Kretzman for David 02/10/2016 <u>Godfrey</u>

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.