

WRIGHT MEDICAL GROUP INC  
Form 8-K  
November 17, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): November 11, 2010**

**WRIGHT MEDICAL GROUP, INC.**

(Exact name of registrant as specified in charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-32883**  
(Commission  
File Number)

**13-4088127**  
(IRS Employer  
Identification Number)

**5677 Airline Road, Arlington, Tennessee**  
(Address of principal executive offices)

**38002**  
(Zip Code)

Registrant's telephone number, including area code: **(901) 867-9971**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

**Litigation Settlement**

On November 11, 2010, we entered into settlement agreements with each of our former employees in Toulon, France who had filed claims to challenge the economic justification for their dismissal following the closure of our Toulon, France facility. Under the settlement agreements, we will pay the former employees an aggregate amount of approximately \$4.5 million, plus any additional amounts that may be payable under French law, including payments for unemployment and social security. We have previously paid approximately \$1.3 million of this amount. The remaining \$3.2 million is expected to be paid during the fourth quarter of 2010.

Management previously recorded a provision related to this litigation. The remaining provision for these cases totaled approximately \$3.4 million, which will be sufficient to pay the remaining amount under the settlement agreements, as well as the additional amounts payable under French law. Therefore, the settlement of this litigation will not have a material impact to our results of operations.

These settlements close all outstanding litigation related to the closure of our facility in Toulon, France, and reflect the completion of activity associated with our French restructuring efforts.

*This current report contains forward-looking statements as defined under U.S. federal securities laws. These statements reflect management's current knowledge, assumptions, beliefs, estimates, and expectations and express management's current views of future performance, results, and trends and may be identified by their use of terms such as anticipate, believe, could, estimate, expect, intend, may, plan, predict, project, will, and other similar terms. Forward-looking statements are subject to a number of risks and uncertainties that could cause our actual results to materially differ from those described in the forward-looking statements. Such risks and uncertainties include the impact of our settlement of the federal investigation into our consulting arrangements with orthopaedic surgeons relating to its hip and knee products in the United States, including our compliance with a Deferred Prosecution Agreement through September 2011 and a Corporate Integrity Agreement through September 2015, and those risks and uncertainties discussed in our filings with the Securities and Exchange Commission (including those described in Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2009, under the heading, Risk Factors and in Item 1A of Part II of our 10-Qs filed during 2010) and the final determination of the additional amounts payable under French law. Readers should not place undue reliance on forward-looking statements. Such statements are made as of the date of this current report, and we undertake no obligation to update such statements after this date.*

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 17, 2010

**WRIGHT MEDICAL GROUP, INC.**

By: /s/ Gary D. Henley  
 Gary D. Henley  
 President and Chief Executive Officer

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tyle="DISPLAY: inline; FONT-SIZE: 10pt; FONT-FAMILY: times new roman">ZIP CODE

(e) TELEPHONE NO  
 One Pierce Place, Suite 1500  
 Itasca  
 IL  
 60143  
 630 875-7480

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD

(b) RELATIONSHIP TO ISSUER

(c) ADDRESS STREET  
 CITY  
 STATE  
 ZIP CODE

Mary Kay O'Meara Trust  
 Spouse of COB  
 176 Island Creek Drive  
 Indian River Shores  
 FL  
 32963

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of the Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker	Broker-Dealer File Number	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale (See instr. 3(f))	Name of Each Securities Exchange

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	who is Acquiring the Securities	(See instr. 3(c))	(See instr. 3(d))	(See instr. 3(e))	(MO. DAY YR.)	(See instr. 3(g))
Common	BNY Convergenx 1633 Broadway, 48th Fl. New York, NY 10019	18,256	\$228,057.97	74,915,706	11/23/2012	NASDAQ

INSTRUCTIONS:

- |    |   |    |   |
|----|---|----|---|
| 1. | <ul style="list-style-type: none"> <li>(a) Name of issuer</li> <li>(b) Issuer's I.R.S. Identification Number</li> <li>(c) Issuer's S.E.C. file number, if any</li> <li>(d) Issuer's address, including zip code</li> <li>(e) Issuer's telephone number, including area code</li> </ul>  | 3. | <ul style="list-style-type: none"> <li>(a) Title of the class of securities to be sold</li> <li>(b) Name and address of each broker through whom the securities are intended to be sold</li> <li>(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)</li> <li>(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to filing of this notice</li> <li>(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer</li> <li>(f) Approximate date on which the securities are to be sold</li> <li>(g) Name of each securities exchange, if any, on which the securities are intended to be sold</li> </ul> |
| 2. | <ul style="list-style-type: none"> <li>(a) Name of person for whose account the securities are to be sold</li> <li>(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)</li> <li>(c) Such person's address, including zip code</li> </ul> |    |   |

Potential persons who are to respond to the collection of information contained in this form are SEC 1147 not required to respond unless the form displays a currently valid OMB control number. (08-07)

## TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	10/22/2012	Gift	Robert P. O'Meara, 7/26/2012	18,256	N/A	N/A

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Mary Kay O'Meara Trust 176 Island Creek Drive Indian River Shores, FL 32963	First Midwest Bancorp, Inc. Common Stock	11/14/2012	1,330	\$15,827.00
Mary Kay O'Meara Trust 176 Island Creek Drive Indian River Shores, FL 32963	First Midwest Bancorp, Inc. Common Stock	11/19/2012	15,300	\$185,995.00
Mary Kay O'Meara Trust 176 Island Creek Drive Indian River Shores, FL 32963	First Midwest Bancorp, Inc. Common Stock	11/20/2012	10,700	\$131,075.00

**EXPLANATION OF RESPONSES:**

EXPLANATION OF RESPONSES:

**REMARKS:**

**INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

November 23, 2012

/s/ Evelyn J. Tribbs, First Midwest  
Bank, Trustee

DATE OF NOTICE

(SIGNATURE)

DATE OF PLAN ADOPTION OR  
GIVING OF INSTRUCTION, IF  
RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional  
misstatements  
or omission of  
facts constitute  
Federal  
Criminal  
Violations (See  
18 U.S.C.  
1001)

SEC 1147 (02-08)

**REMARKS:**