Kohler Olivier Form 3 March 29, 2019

# FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement TRINET GROUP INC [TNET] Kohler Olivier (Month/Day/Year) 03/20/2019 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) TRINET GROUP, INC., ONE (Check all applicable) PARK PLACE, SUITE 600 (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting SVP, CHIEF OPERATING Person DUBLIN, CAÂ 94568 **OFFICER** Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â 89,155 (1) (2) (3) Common Stock D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security 3. Title and Amount of 6. Nature of Indirect 2. Date Exercisable and Securities Underlying (Instr. 4) **Expiration Date** Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security: Title Direct (D) Security

#### Edgar Filing: Kohler Olivier - Form 3

Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

### **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kohler Olivier TRINET GROUP, INC. ONE PARK PLACE, SUITE 600 DUBLIN Â CAÂ 94568	Â	Â	SVP, CHIEF OPERATING OFFICER	Â

# **Signatures**

/s/ Helen Hong, Attorney-in-fact 03/29/2019

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- Includes 23,675 unvested restricted stock awards ("RSAs") from an award of 23,675 RSAs granted on May 10, 2018. The RSAs are subject to a 4-year vesting schedule: one-fourth of the total number of shares vesting on the first anniversary of the grant date, and thereafter one-sixteenth of the total number of shares vesting quarterly on the 15th day of the second month of each calendar quarter following the grant date. The RSAs are also subject to accelerated vesting upon certain events.
  - Includes 45,233 unvested performance-based restricted shares ("PSAs") in connection with a PSA award with a target award amount of 23,675 PSAs that was granted on May 10, 2018 and that was determined to be earned based on performance for the period ending
- (2) December 31,2018. The PSAs will vest as follows: 50% on December 31, 2019 and 50% on December 31, 2020, subject to continued service through each date. The PSAs are subject to accelerated vesting upon certain events. Each PSA represents a contingent right to receive one share of TNET common stock upon vesting.
- Includes 20,247 unvested restricted stock units ("RSUs") from an award of 20,247 RSUs granted on March 18, 2019. The RSU is subject (3) to a 4-year vesting schedule: one-sixteenth of the total number of shares vesting quarterly on the 15th day of the second month of each calendar quarter following the grant date. The RSU is also subject to accelerated vesting upon certain events.

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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