SEC Form 4	
------------	--

## FORM 4

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. <i>See</i> Instruction 1(b).
--	---

## 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

## OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

- 1	onib Hambon	0200	020.
	Estimated average burde	en	
	hours per response:		0.5
1			

1. Nume and Address of Reporting reison			er Name <b>and</b> Ticker MODICS IN		' I	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) 9924 WEST 74TH STREET	(Middle)	3. Date 05/13/	of Earliest Transac /2019	tion (Month/D	ay/Year)	X	Officer (give title below) Chief Fina	Other below) ncial Officer	(specify )	
(Street) EDEN PRAIRIE MN	55344	4. If An	nendment, Date of C	Driginal Filed	(Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Form filed by One Form filed by Mor Person	e Reporting Pers	son	
(City) (State)	(Zip)									
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3) 2. Transa			2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature	

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 5) Beneficially (D) or I		Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)				
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	05/13/2019		A		874	Α	\$0.00	46,110	D	

 
 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. Transa Code ( 8)		of Expir		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 Reported Transaction(s) (Instr. 4)	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				
Employee Stock Option (right to buy)	\$40.01	05/13/2019		A		2,615		(1)	05/13/2026	Common Stock	2,615	\$0.00	2,615	D	

Explanation of Responses:

1. The award vests in four equal installments on each of the first four anniversaries of the May 13, 2019 grant date.

Remarks:

## /s/ Bryan K. Phillips on behalf 05/15/2019

of Timothy J. Arens

\*\* 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.