SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Rasin Deborah	DENTSPLY INTERNATIONAL INC /DE/ [XRAY]	

1. Name and Address of Reporting Person*

Rasin Deborah

(Last)   (First)   (Middle)

221 WEST PHILADELPHIA STREET
SUITE 60W

(Street)

YORK   PA   17405

(City)   (State)   (Zip)

2. Issuer Name and Ticker or Trading Symbol

DENTSPLY INTERNATIONAL INC /DE/ [XRAY]

3. Date of Earliest Transaction (Month/Day/Year)

02/25/2013

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

VP & Secretary

6. Individual or Joint/Group Filing (Check Applicable Line)

X 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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. Transaction Code (Instr. 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 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				
Stock Option	$40.86	02/25/2013		A		18,800		02/25/2016[1]	02/25/2023	Common Stock	18,800	$0	18,800	D	
RSU (Restricted Stock Unit)	$0	02/25/2013		A		7,138		02/25/2016[2]	[3]	Common Stock	7,138	$0	16,568.517	D	
PRSU	$0	02/25/2013		A		2,855[4]		02/25/2016[2]	[3]	Common Stock	2,855	$0	6,743.737	D	
PRSU	$0	02/26/2013		J			1,497[5]	[3]	[3]	Common Stock	1,497	$0	5,246.737	D	

Explanation of Responses:

1. Shares vest in annual one-third (1/3) increments over a three-year period ending February 25, 2016.

2. Shares vest in full (restrictions lapse) 3 years from the grant date.

3. Not applicable to this transaction.

4. Performance Based Restricted Stock Units (PRSUs) are subject to a one-year performance measurement period.

5. Performance Based Restricted Stock Units (PRSUs) are subject to a one-year performance measurement period. This filing reports the forfeiture of shares based on actual performance attainment. The original 2012 grant was awarded (at maximum) on 02/21/2012 and reported on a form 4.

Deborah M. Rasin	02/27/2013
** 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.