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. See 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

1. Name and Address of Reporting Person * LONGE KEVIN T			2. Issuer Name and Ticker or Trading Symbol <u>DYNAMIC MATERIALS CORP</u> [ BOOM ]	(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O DYNAMIC MATERIAL CORPORATION		( )	3. Date of Earliest Transaction (Month/Day/Year)     02/19/2015		Director Officer (give title below) President a	10% Owner Other (specify below) nd CEO				
5405 SPINE ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	<ol> <li>Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> </ol>					
(Street) BOULDER	СО	80301	_		Form filed by More that	an One Reporting Person				
(City)	(State)	(Zip)								
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed3.Execution Date,Transactionif anyCode (I(Month/Day/Year)8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/19/2015		Α		40,000(1)(2)	Α	\$ <mark>0</mark>	106,500	D	

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

(org), paro, variante, optione, conversion coordinates															
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)	Code (In	Transaction Derivativ Code (Instr. Securitie 8) Acquired		ative Expiration Date ities (Month/Day/Year) red (A) posed of Istr. 3, 4			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		

## Explanation of Responses:

1. This stock award is subject to the lapse of restrictions, one-half of which are performance-based and one-half of which are time-based. The restrictions will lapse with respect to one-quarter of the shares on each of the first and second anniversaries of the grant date. In addition, on the date the Company's annual report on Form 10-K is filed after the second anniversary of the grant date, restrictions will lapse on up to all or a portion of the remaining one-half of the shares based on the following formula, which takes into account the Company's achievement of budgeted Adjusted EBITDA and the total return to the Company's shareholders in comparison to the total shareholder return of the Company's peer group of public companies:

2. the number of shares equal to 25% of the total number of shares awarded multiplied by the percentage that is the sum of (a) the percentage obtained by dividing (i) the average actual Adjusted EBITDA of the Company of each of the two fiscal years ending immediately prior to the second anniversary, by (ii) the Company's budgeted Adjusted EBITDA for the fiscal year in which the stock award was granted; and (b) the amount (which may be negative) of (x) the total annual shareholder return (expressed as a percentage) for the Company's stock calculated by the average closing stock price during the month of January prior to the second anniversary compared with the average closing stock during the month of January prior to the first anniversary, less (y) the average total shareholder return calculated on a similar basis for the stock of the Company's per group of companies (as approved by the Company's Budgeted Adjusted award.

## Remarks:

/s/ Kevin Longe

\*\* Signature of Reporting Person

02/23/2015

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.

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