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

OMB APPRO	OMB APPROVAL									
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1. Name and Address of Reporting Person* SCHEATZLE JOHN EDGAR JR		JR	2. Issuer Name and Ticker or Trading Symbol <u>DMC Global Inc.</u> [BOOM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O DMC GLOBA	(First) AL INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/26/2019	x	Officer (give title below) President of Nobe	Other (specify below)			
11800 RIDGE PARKWAY, SUITE 300		00	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) BROOMFIELD (City)	CO (State)	80021 (Zip)	02/28/2019	X	Form filed by One Reporting				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

1. Title of Security (Instr. 3) 2. Transaction 2A Deemed 4 Securities Acquired (A) or 5 Amount of 6 Ownershin 7 Nature of Disposed Of (D) (Instr. 3, 4 and 5) Execution Date, Transaction Securities Form: Direct (D) Indirect Date (Month/Dav/Year) Beneficial if any Code (Instr. Beneficially Owned or Indirect (I) (Month/Day/Year) 8) Following Reported (Instr. 4) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) Price Code v Amount Common Stock 9,981(1) D

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

Security (Instr. or 3) Pr De	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)	derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Deferred Stock	(2)							(3)	(4)	Common Stock	1,422		1,422	D	
Deferred Stock	(2)							(5)	(6)	Common Stock	2,087		2,087	D	
Deferred Stock	(2)							(7)	(8)	Common Stock	915		915	D	

Explanation of Responses:

1. This amendment reduces the reporting person's direct holdings by 4,424 shares of common stock now reported as Deferred Stock on Table II.

2. Each vested share of Deferred Stock represents the right to receive one share of the Issuer's common stock.

3. 1,500 shares of Deferred Stock were granted on February 22, 2017, and vest in equal amounts over 3 years on the grant date anniversary. An aggregate of 78 shares of Deferred Stock were withheld for payment of taxes upon vesting on the first and second anniversaries, and were reported on previous Form 4s.

4. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2020 if employed. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.

5. 2,100 shares of Deferred Stock were granted on February 27, 2018, and vest in equal amounts over 3 years on the grant date anniversary. 13 shares of Deferred Stock were withheld for payment of taxes upon vesting on the first anniversary, and were reported on a previous Form 4.

6. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2021 if employed. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.

7. The Deferred Stock will vest in equal amounts over 3 years beginning February 26, 2020.

7. The Deterred Stock will vest in equal amounts over 5 years beginning February 20, 2020.

8. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2022 if employed. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.

Remarks:

/s/ Teri Scott, as attorney-in-fact

** Signature of Reporting Person

06/07/2019 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.

The undersigned hereby appoints each of Michael Kuta, Michelle Shepston, Andrew Nelson, Garth B. Jensen and Teri Scott, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of DMC Global Inc. (the "Company"), the Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID and Form 3, 4 and 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission, any stock exchange or similar authority, and the National Association of Securities Dealers; and

(3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file the Form ID or Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of November, 2016.

/s/ John Edgar Scheatzle Jr.

Name: John Edgar Scheatzle Jr.