SEC Form 4

FORM 4

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

OMB APPROVAL

| OMB Number: | 3235-0287 |
|------------------------|-----------|
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| hours per response: | 0.5 |

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 Addre | 1 0 | | | Issuer Name and Ticke <u> OEWS CORP</u> [| | ading \$ | Symbol | | | ationship of Reportin k all applicable) Director | 10% 0 | Dwner |
|--------------------------------|---------------------|-------------------|--|--|------------------------------|----------|------------------------------|---------------|-----------------------|---|---|---|
| (Last) 667 MADISON | (First) I AVENUE | (Middle) | | Date of Earliest Transa /10/2021 | action (N | /onth/ | Day/Year) | | | Officer (give title below) SVP & Chief In | below | , |
| (Street) NEW YORK (City) | NY (State) | 10065-80 (Zip) | | If Amendment, Date of | Origina | l Filec | (Month/Day/\ | Year) | 6. Indi Line) X | vidual or Joint/Group Form filed by One Form filed by Mor Person | e Reporting Pers | on |
| | | Table I - No | on-Derivativ | e Securities Acc | quired | , Dis | posed of, | or Bei | neficially | Owned | | |
| 1. Title of Security | r (Instr. 3) | | 2. Transaction Date (Month/Day/Yea | ar) 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | | | 08/10/2021 | 1 | М | | 11,250 | A | \$39.41 | 45,150.8 | D | |
| Common Stock | | | 08/10/2021 | 1 | М | | 11,250 | A | \$39.8 | 56,400.8 | D | |
| Common Stock | | | 08/10/2021 | 1 | М | | 11,250 | A | \$41.14 | 67,650.8 | D | |

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

D

S

24,584

9,166

\$55.07

\$55.56⁽¹⁾

D

D

43,066.8

33,900.8

D

D

| | | | (3, | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|--|---|--|--------------------|---|--|---|--|---|--|
| 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 Deri Sec Acq (A) Disp of (I | umber ivative urities uired or cosed D) (Instr. and 5) | 6. Date Exerc Expiration Da (Month/Day/\ | ate | 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) | 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 Appreciation Right | \$39.41 | 08/10/2021 | | М | | | 11,250 | (2) | 01/10/2022 | Common Stock | 11,250 | \$0 ⁽³⁾ | 0 | D | |
| Stock Appreciation Right | \$39.8 | 08/10/2021 | | М | | | 11,250 | (2) | 01/10/2022 | Common Stock | 11,250 | \$0 ⁽³⁾ | 0 | D | |
| Stock Appreciation Right | \$41.14 | 08/10/2021 | | М | | | 11,250 | (2) | 01/10/2022 | Common Stock | 11,250 | \$0 ⁽³⁾ | 0 | D | |

Explanation of Responses:

Common Stock

Common Stock

1. Represents the weighted average price of multiple transactions with a range of prices between \$55.35 and \$55.84. The Reporting Person, upon request by the Commission Staff, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities at each separate price sold.

2. The Stock Appreciation Rights became exercisable in quarterly installments beginning on January 10, 2013.

3. The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.

| /s/ Tho | mas H. | Watson | ı. bv |
|---------|--------|--------|-------|
| | | | |

08/10/2021 power of attorney for Richard W. Scott

** 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).

08/10/2021

08/10/2021

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.