SEC Form 4

FORM 4

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

OMB APPROVAL

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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* <u>Winer Gary M</u> | | | | uer Name and Tick | • | Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|--------------|------------------|------------|--|------------------|--|--|----------------------------|-----------------|---------------|--|--|
| <u>which Gary wi</u> | | | | | - | | | Director | | Dwner | | |
| (Last) | (First) | (Middle) | | te of Earliest Transa 7/2024 | action (Month | Day/Year) | | Officer (give title below) | Other below | (specify) | | |
| 2800 DISCOVERY DRIVE | | | 4. lf / | Amendment, Date of | f Original Filed | Driginal Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Ap Line) | | | | | | |
| (Street) | | | | | | | X | Form filed by On | e Reporting Per | son | | |
| ORLANDO | FL | 32826 | | | | | | Form filed by Mo Person | re than One Re | porting | | |
| (City) | (State) | (Zip) | Rul | e 10b5-1(c) | Transac | tion Indication | | | | | | |
| | | | | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | |
| | | Table I - Non-De | rivative S | Securities Acq | uired, Dis | posed of, or Bene | ficially | Owned | | | | |
| 1 Title of Securi | ty (Instr 3) | 2 Tra | nsaction | 2A. Deemed | 3. | 4. Securities Acquired (| A) or | 5. Amount of | 6. Ownership | 7. Nature | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Year) Execution Date, if any (Month/Day/Year) 8) Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) | | tion Disposed Of (D) (Instr. | | | (D) or Indirect | 7. Nature of Indirect Beneficial Ownership | | |
|---------------------------------|--|--|------|------------------------------|-----------------------|---------------|-----------------|---|---|------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 05/07/2024 | | A | | 22,000 ⁽¹⁾ | Α | \$0.00 | 75,345 | D | |

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

| | | | (* 5) ** | , | - , | | , | | | | | , | | | |
|---|---|--|---|------------------------------|-----|---|---------------------------|--|--------------------|-----------------------|---|---|--|--|--|
| 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 Deriv Secu Acqu (A) o Dispe | r osed) r. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | ate | Secu Unde Deriv | unt of rities rlying ative rity (Instr. | 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 | | | | |

Explanation of Responses:

1. Consists of restricted stock units ("RSUs"). Each RSU represents a contingent right to receive one share of LENSAR, Inc. common stock. The RSUs vest in full on May 7, 2025, subject to the Reporting Person's continued service to the Issuer through the vesting date, and will be settled upon the earliest to occur of (a) the Reporting Person's termination of service, (b) a change in control of the Company, or (c) the Reporting Person's death or disability. The RSUs were granted in accordance with the Issuer's non-employee director compensation program as a component of the Reporting Person's annual compensation for service to the Issuer.

/s/ Thomas R. Staab, II,

05/09/2024

attorney-in-fact

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).