SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Ì	OMB Number:	3235-0287											
	Estimated average burc	len											
	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 Address of Reporting Person* <u>MCGRATH TIMOTHY J</u>			2. Issuer Name and Ticker or Trading Symbol <u>PC CONNECTION INC</u> [CNXN]		tionship of Reporting Per all applicable) Director Officer (give title	son(s) to Issuer 10% Owner Other (specify
(Last) 730 MILFORD I	(First) ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/01/2022		below) President &	below)
(Street) MERRIMACK	NH	03054	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha	orting Person
(City)	(State)	(Zip)			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) Disposed Of (D) (Instr. 3, 4) 5)			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)		(1150.4)
Common Stock	09/01/2022		М		8,000	A	\$0.00	317,741	D	
Common Stock	09/01/2022		F		3,148	D	\$48.09	314,593	D	
Common Stock	09/01/2022		М		7,000	Α	\$0.00	321,593	D	
Common Stock	09/01/2022		F		2,755	D	\$48.09	318,838	D	

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

(3-, p,,,,,															
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		6. Date Exerc Expiration D (Month/Day/	ate	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 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				
Restricted Stock Units	(1)	09/01/2022		М			7,000	(2)	(2)	Common Stock	7,000	\$0.00	41,000	D	
Restricted Stock Units	(1)	09/01/2022		М			8,000	(3)	(3)	Common Stock	8,000	\$0.00	24,000	D	

Explanation of Responses:

1. The restricted stock units convert into common stock on a one-for-one basis.

2. The restricted stock units were granted under the PC Connection, Inc. Amended and Restated 2007 Stock Incentive Plan on March 1, 2016; 7,000 of the shares vested on September 1, 2022, and the remaining shares are scheduled to vest as follows: 7,000 on September 1, 2023; 12,000 shares on September 1, 2024; 7,000 shares on September 1, 2025; 10,000 shares on September 1, 2026; and 5,000 shares on Septemb on September 1, 2027.

3. The restricted stock units were granted under the PC Connection, Inc. Amended and Restated 2007 Stock Incentive Plan on October 30, 2014; 8,000 of the shares vested on September 1, 2022, and the remaining shares are scheduled to vest 8,000 shares annually on September 1, 2023 through September 1, 2025.

Remarks:

/s/Timothy J. McGrath

** Signature of Reporting Person

09/02/2022

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.