## SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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## 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

|  | 3  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>PC CONNECTION INC</u> [ CNXN ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)                                   |  |  |  |  |  |
|  | X Director X 10% Owner   |  |  |  |  |  |
| 3. Date of Earliest Transaction (Month/Day/Year)                                     | X Officer (give title Other (specify below) below)   |  |  |  |  |  |
| 11/16/2021   | Chairman & Chief Admin Officer   |  |  |  |  |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)                             | 6. Individual or Joint/Group Filing (Check Applicable Line)  |  |  |  |  |  |
|  | X Form filed by One Reporting Person   |  |  |  |  |  |
|  | Form filed by More than One Reporting<br>Person  |  |  |  |  |  |
|  | PC CONNECTION INC       [ CNXN ]         3. Date of Earliest Transaction (Month/Day/Year)         11/16/2021 |  |  |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code ( | Transaction Disposed Of (D) (Instr. 3, 4 and 5)<br>Code (Instr. |                           |               |                        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|--------|---|---------------------------|---------------|------------------------|---|---|---|
|                                 |  |   | Code   | v   | Amount                    | (A) or<br>(D) | Price                  | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |
| Common Stock                    | 11/16/2021                                 |   | S      |   | 2,175 <sup>(1)</sup>      | D             | \$49.43 <sup>(2)</sup> | 7,565,378   | D   |   |
| Common Stock                    | 11/16/2021                                 |   | S      |   | 760 <sup>(1)</sup>        | D             | \$49.73 <sup>(3)</sup> | 7,564,618   | D   |   |
| Common Stock                    | 11/17/2021                                 |   | S      |   | 2,740 <sup>(1)</sup>      | D             | \$46.54(4)             | 7,561,878   | D   |   |
| Common Stock                    | 11/17/2021                                 |   | S      |   | <b>900</b> <sup>(1)</sup> | D             | \$47.61 <sup>(5)</sup> | 7,560,978   | D   |   |
| Common Stock                    |  |   |        |   |                           |               |                        | 15,133  | Ι   | By<br>Spouse <sup>(6)</sup>                                       |

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

|   | (   |  |   |                              |   |  |  |                     |                    |       |  |   |  |  |  |
|---|---|--|---|------------------------------|---|--|--|---------------------|--------------------|-------|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) o<br>Dispo<br>of (D<br>(Insti | Derivative (Month/Day/Year)<br>Securities<br>Acquired<br>A) or<br>Disposed |                     | Date Amount of     |       |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)  | (D)  | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

#### Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 16, 2021.

2. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$48.67 to \$49.66 per share, inclusive. The reporting person undertakes to provide PC Connection, Inc., any security holder of PC Connection, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

3. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.67 to \$49.84 per share, inclusive. The reporting person undertakes to provide PC Connection, Inc., any security holder of PC Connection, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

4. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$46.22 to \$47.18 per share, inclusive. The reporting person undertakes to provide PC Connection, Inc., any security holder of PC Connection, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

5. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.38 to \$47.97 per share, inclusive. The reporting person undertakes to provide PC Connection, Inc., any security holder of PC Connection, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

6. The reporting person disclaims beneficial ownership of these securities, except to the extent of such person's pecuniary interest therein. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Remarks:

## /s/Timothy J. McGrath,

attorney in fact for GALLUP <u>11/18/2021</u> PATRICIA

\*\* 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.