

Sensing John S.  
Form 4  
February 12, 2019

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

**OMB APPROVAL**

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sensing John S.

(Last) (First) (Middle)

11690 N.W. 105TH STREET

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

RYDER SYSTEM INC [R]

3. Date of Earliest Transaction  
(Month/Day/Year)

02/08/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

President, Global Supply Chain

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| common<br>stock                       | 02/08/2019                              |   | F <sup>(1)</sup>                     | 1,298 D   | \$ 57.92 3,448 <sup>(2)</sup>  | D  |   |
| common<br>stock                       | 02/08/2019                              |   | M                                    | 3,326 A   | \$ 0 6,774   | D  |   |
| common<br>stock                       | 02/08/2019                              |   | A                                    | 3,280 <sup>(3)</sup> A  | \$ 0 10,054  | D  |   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

number.

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

| 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. 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 of Underlying Security (Instr. 3) |                 |              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------------------|--|-----------------|--------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)                 | Date Exercisable                           | Expiration Date | Title        |
| Performance-Based Restricted Stock Rights  | \$ 0   | 02/08/2019                           |  | M                              |   |  | 5,060<br><u>(4)</u> | <u>(5)</u>                                 | <u>(5)</u>      | common stock |
| Stock Option (right to buy)                | \$ 57.92   | 02/08/2019                           |  | A                              |   | 16,185   |                     | <u>(6)</u>                                 | 02/08/2029      | common stock |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| Sensing John S.<br>11690 N.W. 105TH STREET<br>MIAMI, FL 33178 | President, Global Supply Chain   |

## Signatures

/s/ Indira Sordo, by power of attorney

02/12/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Represents shares of common stock withheld by the Company for the payment of taxes due upon the vesting of performance-based restricted stock rights (PBRsRs).
- (2) Includes 110 shares of common stock acquired by the reporting person under the Company's dividend reinvestment plan since the date of the reporting person's last Section 16 filing.
- (3) Represents time-based restricted stock rights granted to the reporting person by the Company, which vest ratably over a term of three years.
- (4) With respect to PBRsRs for the first, second and third performance periods, 1,432 shares, 1,015 shares and 879 shares were earned, respectively.
- (5) The performance cycle for the PBRsRs was segmented into three performance periods. The performance cycle ended on December 31, 2018. The PBRsRs earned for each performance period vested upon Board approval on February 8, 2019.
- (6) The stock options vest in three equal installments on February 8, 2020, February 8, 2021 and February 8, 2022.

## Edgar Filing: Sensing John S. - Form 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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