

Davis Robert M  
Form 4  
May 21, 2013

# FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Davis Robert M

2. Issuer Name and Ticker or Trading Symbol  
BAXTER INTERNATIONAL INC  
[BAX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/17/2013

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

Corporate Vice President

ONE BAXTER PARKWAY

(Street)

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

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

DEERFIELD, IL 60015

(City) (State) (Zip)

### 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) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$1 par value	05/17/2013		M <sup>(1)</sup>		57,000	A	\$ 52.5
Common Stock, \$1 par value	05/17/2013		M <sup>(1)</sup>		76,800	A	\$ 51.21
Common Stock, \$1 par value	05/17/2013		S <sup>(1)</sup>		130,800	D	\$ 73 <sup>(2)</sup>
							174,442
							251,242
							120,442

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

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(9-02)

**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 and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 52.5	05/17/2013		M <sup>(1)</sup>	19,000	03/04/2010	03/04/2019	Common Stock, \$1 par value	19,000
Stock Option (Right to Buy)	\$ 52.5	05/17/2013		M <sup>(1)</sup>	19,000	03/04/2011	03/04/2019	Common Stock, \$1 par value	19,000
Stock Option (Right to Buy)	\$ 52.5	05/17/2013		M <sup>(1)</sup>	19,000	03/05/2012	03/04/2019	Common Stock, \$1 par value	19,000
Stock Option (Right to Buy)	\$ 51.21	05/17/2013		M <sup>(1)</sup>	25,600	03/15/2008	03/15/2017	Common Stock, \$1 par value	25,600
Stock Option (Right to Buy)	\$ 51.21	05/17/2013		M <sup>(1)</sup>	25,600	03/15/2009	03/15/2017	Common Stock, \$1 par value	25,600
Stock Option (Right to Buy)	\$ 51.21	05/17/2013		M <sup>(1)</sup>	25,600	03/15/2010	03/15/2017	Common Stock, \$1 par value	25,600

## Reporting Owners

Reporting Owner Name / Address

Relationships

Edgar Filing: Davis Robert M - Form 4

Director   10% Owner   Officer   Other

Davis Robert M  
ONE BAXTER PARKWAY  
DEERFIELD, IL 60015

Corporate Vice President

## Signatures

/s/ Robert M.                      05/21/2013  
Davis

\_\_Signature of                      Date  
Reporting Person

## 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) Transaction effected pursuant to a Rule 10b5-1 trading plan
  - (2) All shares sold at \$73.00.

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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