

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Kiefaber Clay</u> <hr/> (Last) (First) (Middle) 420 NATIONAL BUSINESS PARKWAY 5TH FLOOR <hr/> (Street) ANNAPOLIS MD 20701 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Colfax CORP [ CFX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>ESAB Global CEO &amp; EVP - Colfax</u>
	3. Date of Earliest Transaction (Month/Day/Year) 11/23/2015	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.001	11/23/2015		M		24,690	A	\$11.85	120,457	D	
Common Stock, par value \$.001	11/23/2015		S		24,690	D	\$27.042 <sup>(1)</sup>	95,767	D	
Common Stock, par value \$.001	11/24/2015		M		54,424	A	\$11.85	150,191	D	
Common Stock, par value \$.001	11/24/2015		M		68,082	A	\$12.27	218,273	D	
Common Stock, par value \$.001	11/24/2015		M		51,677	A	\$21.77	269,950	D	
Common Stock, par value \$.001	11/24/2015		S		174,183	D	\$27.1165 <sup>(2)</sup>	95,767	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	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
Employee Stock Option (right to buy)	\$11.85	11/23/2015		M			24,690	(3)	03/28/2017	Common Stock, par value \$.001	24,690	\$0.00	54,424 <sup>(4)</sup>	D	
Employee Stock Option (right to buy)	\$11.85	11/24/2015		M			54,424	(3)	03/28/2017	Common Stock, par value \$.001	54,424	\$0.00	0	D	
Employee Stock Option (right to buy)	\$12.27	11/24/2015		M			68,082	(5)	01/10/2017	Common Stock, par value \$.001	68,082	\$0.00	0 <sup>(6)</sup>	D	
Employee Stock Option (right to buy)	\$21.77	11/24/2015		M			51,677	(7)	02/23/2018	Common Stock, par value \$.001	51,677	\$0.00	0	D	

Explanation of Responses:

- The price reported in this row of Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.15, inclusive. The reporting person undertakes to provide to Colfax Corporation, any security holder of Colfax Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- The price reported in this row of Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.355, inclusive. The reporting person undertakes to provide to Colfax Corporation, any security holder of Colfax Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- The option vested in three equal annual installments beginning on March 29, 2011.
- Mr. Kiefaber's pecuniary interest in 15,823 options in this tranche were previously transferred to his ex-wife pursuant to a domestic relations order.
- The option vested in three equal annual installments beginning on January 11, 2011.

6. Mr. Kiefaber's pecuniary interest in 34,042 options in this tranche were previously transferred to his ex-wife pursuant to a domestic relations order.

7. The option vested in three equal annual installments beginning on February 24, 2012.

**Remarks:**

/s/ A. Lynne Puckett, Attorney-  
in-Fact 11/25/2015

\*\* 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.**