

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>PRYOR DANIEL A</u> (Last) (First) (Middle) 420 NATIONAL BUSINESS PARKWAY 5TH FLOOR (Street) ANNAPOLIS MD 20701 (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>EVP, Strategy & Business Dev.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/09/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	03/09/2021		A ⁽¹⁾		21,689 ⁽¹⁾	A	\$0.00	145,035	D	
Common stock, par value \$.001	03/09/2021		A ⁽¹⁾		55,284 ⁽¹⁾	A	\$0.00	200,319	D	
Common stock, par value \$.001	03/10/2021		S ⁽²⁾		4,004	D	\$47.42 ⁽³⁾	196,315	D	
Common stock, par value \$.001	03/10/2021		S ⁽²⁾		6,157	D	\$47.92 ⁽⁴⁾	190,158	D	
Common stock, par value \$.001	03/10/2021		S ⁽²⁾		5,500	D	\$47.27 ⁽⁵⁾	184,658	D	
Common stock, par value \$.001	03/10/2021		S ⁽²⁾		20,401	D	\$47.86 ⁽⁶⁾	164,257	D	
Common stock, par value \$.001								2,312	I	By 401K Plan
Common stock, par value \$.001								1,000	I	By trust for daughter
Common stock, par value \$.001								1,000	I	By trust for daughter
Common stock, par value \$.001								1,000	I	By trust for son

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					

Explanation of Responses:

- Reflects the certification of the performance criteria for performance-based restricted stock units ("PRSUs") previously awarded in 2018. For more details on the PRSUs, please refer to the "Outstanding Equity Awards at 2019 Fiscal Year-End" table on page 43 of the Company's 2020 Proxy Statement as filed with the SEC on April 9, 2020.
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person to meet tax obligations relating to the vesting and delivery of certain PRSUs.
- 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 \$46.65 to \$47.64, 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 with the ranges set forth in footnote (3) 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 \$47.65 to \$48.18, 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 with the ranges set forth in footnote (4) 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 \$46.53 to \$47.52, 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 with the ranges set forth in footnote (5) 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 \$47.53 to \$48.20, 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 with the ranges set forth in footnote (6) to this Form 4.

Remarks:

/s/ Bradley Tandy, Attorney-
in-Fact 03/11/2021

** 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.

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