FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

| C. 20549 | OMB APPROVAL |
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| OMB Number: | 3235-0287 | | | | | |
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| Estimated average but | ırden | | | | | |
| hours ner resnonse: | 0.5 | | | | | |

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

| 1 Name ar | nd Address of | Reporting Person* | | | 2. | Issue | r Name a | and T | icker | or Tradir | ng S | ymbol | | | 5. Re | elationship o | f Reporting | g Pers | on(s) to Issi | uer |
|--|---------------|-----------------------|---|-----------------|--|---|----------|--|-------------|---|--|-------------------------|--|---|--|---|-------------|------------|---------------------------------|---------|
| Shaeff | | reporting reason | | | | | | | | | | A INC [| FIX |] | (Che | ck all applic Directo | ŕ | | 10% Ov | |
| | , | irst) STEMS USA, I | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2014 | | | | | | | | | > | below) | (give title | | Other (s below) g Officer | specify |
| (Street) | | | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | state) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Та | ble I - No | n-Der | ivativ | ve Se | curiti | es A | cqu | uired, [| Disp | osed of | , or B | ene | ficially | Owned | | | | |
| 1. Title of Security (Instr. 3) 2. Trans: Date (Month/E | | | | Execution Date, | | Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | | Beneficia Owned F | s lly ollowing | Form (D) or | : Direct r Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | Code | v | Amount | (A) or (D) Price | | Price | Reported Transacti (Instr. 3 a | on(s) | | | (Instr. 4) | | |
| Common Stock 03/19 | | | | 19/20 | 2014 | | | A | | 3,444 ⁽¹⁾ A | | Ą | \$0 | 44, | 44,730 | | D | | | |
| | | | Table II - | | | | | | | | | sed of, onvertib | | | | Owned | | | | |
| Derivative Conversion Date Execution Date, or Exercise (Month/Day/Year) if any | | | ansaction of Unstr. 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. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) | | | | | | |
| | | | | | Code | v | (A) | (D) | Date Exe | e rcisable | Ex Da | piration ite | Title | | Amount or Number of Shares | | | | | |
| Employee Stock Option (Right to Buy) | \$16.15 | 03/19/2014 | | | A | | 9,567 | | 04/0 | 01/2015 ⁽²⁾ | 03 | /19/2024 ⁽³⁾ | Comm | | 9,567 | \$0 | 9,56 | 7 | D | |

Explanation of Responses:

- 1. Each restricted stock unit granted on March 19, 2014 represents a right to receive one share of common stock and will vest in equal installments over a three-year vesting schedule.
- 2. Stock options vest in equal installments over a three-year vesting schedule.
- 3. Stock options will expire at the earlier of ten years from the date of grant or three months following termination of employment.

/s/ Trent T. McKenna, by power of attorney 03/21/2014

** 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.