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

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

Name and Address of Reporting Person*     Jonaitis Mark S.				er Name <b>and</b> Ticke <u>x Imaging Co</u>					Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner				
(Last) (First) (Middle) C/O VAREX IMAGING CORP 1678 S. PIONEER ROAD			3. Date 02/12	e of Earliest Transa /2021	ction (Mo	onth/D	Day/Year)	_ X	Officer (give title below)  SVP and GM, X-Ray Sources	Other (specify below)			
(Street) SALT LAKE CITY (City)	UT (State)	84104 (Zip)	4. If Ar	4. If Amendment, Date of Original Filed (Month/Day/Year)						ndividual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Ta	able I - Non-I	Derivative S	Securities Aca	uired	Dier	nosed of o	r Rene	ficially	Owned			
Date				Counties Acq	a o a, .	Disk	osca oi, c	. Done	,,,oiany	Owneu			
1. Title of Security (	(Instr. 3)	2. Da	Transaction	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac Code (In 8)	tion	4. Securities Disposed Of 5)	Acquired	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
1. Title of Security (	(Instr. 3)	2. Da	Transaction	2A. Deemed Execution Date, if any	3. Transac Code (In	tion	4. Securities Disposed Of	Acquired	(A) or	5. Amount of Securities Beneficially	Form: Direct (D) or Indirect	of Indirect Beneficial	
Title of Security (     Common Stock	(Instr. 3)	2. Da (N	Transaction	2A. Deemed Execution Date, if any	3. Transac Code (In 8)	tion istr.	4. Securities Disposed Of 5)	Acquired (D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
	(Instr. 3)	2. Di (N	Transaction ate Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transac Code (In 8)	tion istr.	4. Securities Disposed Of 5)  Amount	Acquired (D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership	
Common Stock	(Instr. 3)	2. Da (M	Transaction ate Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transac Code (In 8) Code	tion istr.	4. Securities Disposed Of 5)  Amount  1,521	Acquired (D) (Instr.	(A) or 3, 4 and Price \$0^{(1)}	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership	
Common Stock Common Stock	(Instr. 3)	2. Da (M	Transaction ate Month/Day/Year)  02/12/2021  02/12/2021	2A. Deemed Execution Date, if any	3. Transac Code (In 8) Code M	tion istr.	4. Securities Disposed Of 5)  Amount  1,521  1,146	(A) or (D)  A	(A) or 3, 4 and  Price  \$0 <sup>(1)</sup>	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 42,871(2) 44,017	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership	

## 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. Transac Code (Ir 8)		5. Numl Derivati Securiti Acquire or Dispo of (D) (I 3, 4 and	ve es ed (A) osed nstr.	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)	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	Amount or Number of Shares		(Instr. 4)		
Restricted Stock Units	(1)	02/16/2021		A		11,523		(4)	(4)	Common Stock	11,523	\$0	11,523	D	
Non- Qualified Stock Option (right to buy)	\$25.06	02/16/2021		A		28,195		(5)	02/16/2031	Common Stock	28,195	\$0	28,195	D	
Restricted Stock Units	(1)	02/12/2021		M			1,521	(6)	(6)	Common Stock	1,521	\$0	0	D	
Restricted Stock Units	(1)	02/12/2021		M			1,146	(7)	(7)	Common Stock	1,146	\$0	1,147	D	
Restricted Stock Units	(1)	02/12/2021		М			1,354	(8)	(8)	Common Stock	1,354	\$0	2,708	D	

## **Explanation of Responses:**

- 1. Each Restricted Stock Unit converts into common stock on a one-for-one basis.
- 2. Amount of securities beneficially owned at end of reporting period reflect 848 shares purchased under the Varex Imaging Corporation 2017 Employee Stock Purchase Plan.
- 3. These shares represent shares withheld for satisfaction of a tax withholding obligation arising as a result of the vesting of the Restricted Stock Units reported herein.
- 4. These Restricted Stock Units granted on February 16, 2021 vest 50% on February 15, 2023 and 50% on February 15, 2025. Vested shares will be delivered to the reporting person upon vest date.
- 5. These Performance Stock Options are subject to a four-year vesting schedule. 25% of the total number of options vest one year from grant date, and the remaining options vest monthly thereafter on a pro rata basis.
- 6. These Restricted Stock Units granted on February 16, 2017 vest 25% each year for four years beginning on February 15, 2018. Vested shares will be delivered to the reporting person upon vest date.
- 7. These Restricted Stock Units granted on February 15, 2018 vest 25% each year for four years beginning on February 15, 2019. Vested shares will be delivered to the reporting person upon vest date.

8. These Restricted Stock Units granted on February 15, 2019 vest 25% each year for four years beginning on February 15, 2020. Vested shares will be delivered to the reporting person upon vest date.

Remarks:

/s/ Kimberley E. Honeysett attorney-in-fact 02/17/2021

Date

\*\* Signature of Reporting Person

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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