

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>SANYAL SUNNY</u> (Last) (First) (Middle) <u>C/O VAREX IMAGING CORP.</u> <u>1678 S. PIONEER ROAD</u> (Street) <u>SALT LAKE CITY UT 84104</u> (City) (State) (Zip)			<u>Varex Imaging Corp [VREX]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2020</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)		X Director 10% Owner X Officer (give title below) Other (specify below) <u>President and CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X 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	02/14/2020		M		9,363	A	\$0 ⁽¹⁾	51,754 ⁽²⁾	D	
Common Stock	02/14/2020		M		7,092	A	\$0 ⁽¹⁾	58,846	D	
Common Stock	02/14/2020		M		8,374	A	\$0 ⁽¹⁾	67,220	D	
Common Stock	02/14/2020		F		11,075 ⁽³⁾	D	\$25.89	56,145	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	Amount or Number of Shares				
Restricted Stock Units	(1)	02/14/2020		M			9,363	(4)	(4)	Common Stock	9,363	\$0	9,363	D	
Restricted Stock Units	(1)	02/14/2020		M			7,092	(5)	(5)	Common Stock	7,092	\$0	14,184	D	
Restricted Stock Units	(1)	02/14/2020		M			8,374	(6)	(6)	Common Stock	8,374	\$0	25,122	D	

Explanation of Responses:

- Each Restricted Stock Unit converts into common stock on a one-for-one basis.
- Amount of securities beneficially owned at end of reporting period reflect 992 shares purchased under the Varex Imaging Corporation 2017 Employee Stock Purchase Plan.
- 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.
- 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.
- 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.
- 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/ Sunny Sanyal

02/19/2020

** 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.