Edgar Filing: Kaplan Steven N - Form 4

Kaulan Charren N

Form 4										
April 03, 201	4 UNITED S	TATES SECUR Was	ITIES Al hington,			NGE	COMMISSION		PPROVAL 3235-0287	
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed purs Section 17(a	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section						burden hou response	Estimated average burden hours per response 0.5	
(Print or Type R	esponses)									
1. Name and Ac Kaplan Steve	Symbol	2. Issuer Name and Ticker or Trading Symbol Zayo Group Holdings, Inc. [ZAYO]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 1821 30TH S	(First) (M	(Month/D	-	insaction			X Director Officer (give below)	10%	b Owner er (specify	
Filed(Mo			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
BOULDER,							Person		porting	
(City)	(State) (2	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	any Code		Transactio	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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)	
Common Stock	03/31/2018		Code V M	Amount 1,528	(D) A	Price (<u>1)</u>	(insu: 3 and 4) 31,148	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number out Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration I	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock units	(1)	03/31/2018		М	1,528	(2)	(2)	Common Stock	1,528	\$

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
Kaplan Steven N 1821 30TH STREET, UNIT A BOULDER, CO 80301	Х						
Signatures							
/s/ Laura Littman, as attorney-in-fact		04/03/2018					
**Signature of Reporting Person		Date					
Explanation of Responses:							

Explanation of Responses:

* 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).

(1) Each Part C restricted stock unit converted into one share of Zayo Group Holdings, Inc. common stock.

(2) On January 5, 2018 the reporting person was granted Part C restricted stock units, which vested in full on March 31, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.