Kesler Dale Craig Form 4 May 09, 2018

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005 Estimated average

burden hours per response... 0.5

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**SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person ** Kesler Dale Craig		Symbol	r Name <b>and</b> Ticker or Tradi E MATERIALS INC [I	Issuer EXPl				
(Last) 3811 TURTI BLVD., SUI	LE CREEK		f Earliest Transaction Day/Year) 018	Director	X Officer (give title Other (specify			
	(Street)		endment, Date Original nth/Day/Year)	Applicable Line	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DALLAS, T	X 75219			Form filed b	y More than One Ro	eporting		
(City)	(State)	Zip) Tabl	le I - Non-Derivative Secu	rities Acquired, Disposed	l of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) Code Disposed of ( (Instr. 8) (Instr. 3, 4 an  (A or Code V Amount (D	D) Beneficially d 5) 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	05/07/2018		A 2,290 A	\$ 0 (1) 57,709	D			
Common Stock				1,815	I	By 401(k)		
Common				160	ĭ	D <sub>ve</sub> ID A		

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

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By IRA

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#### number.

# 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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 100.88 (2)	05/07/2018		A	6,874	(3)	05/18/2027	Common Stock	6,87

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kesler Dale Craig 3811 TURTLE CREEK BLVD. SUITE 1100 DALLAS, TX 75219

EVP and CFO

## **Signatures**

/s/ Scott M. Wilson as Attorney-in-Fact for Dale Craig Kesler

05/09/2018

\*\*Signature of Reporting Person

Date

# **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).

On May 18, 2017, the reporting person was granted 2,380 shares of restricted stock, subject to the achievement by the Company of

- performance vesting criteria based on the Company's average return on equity measured at the end of fiscal 2018. On May 7, 2018 the (1) performance vesting criteria was determined to have been met such that 2,290 shares of restricted stock became earned and reportable on such date. The remaining shares of restricted stock have been forfeited. The restrictions on the shares will lapse ratably on May 10, 2018 and March 31 of 2019, 2020 and 2021.
- (2) In accordance with the issuer's Amended and Restated Incentive Plan, this price represents the closing price per share of Common Stock on the grant date.
- (3) On May 18, 2017, the reporting person was granted an option to purchase up to 7,145 shares of Common Stock, subject to the achievement by the company of performance vesting criteria based on the Company's average return on equity measured at the end of fiscal 2018. On May 7, 2018 the performance vesting criteria was determined to have been met such that 6,874 options became earned and reportable on such date. The remaining options have been forfeited. The earned options become vested and exercisable ratably on

Reporting Owners 2

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May 7, 2018 and March 31 of 2019, 2020 and 2021.

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.