

Harris Brian James
Form 4
March 04, 2019

FORM 4

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

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 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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Harris Brian James

(Last) (First) (Middle)

C/O SUMMIT MATERIALS,
INC., 1550 WYNKOOP STREET,
3RD FLOOR

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Summit Materials, Inc. [SUM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP & Chief Financial Officer

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. 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)
Class A Common Stock	02/28/2019		M	3,843 A	84,205	D	
Class A Common Stock	02/28/2019		M	4,675 A	88,880	D	
Class A Common Stock	02/28/2019		F	2,414 D	\$ 17 86,466	D	
Class A					60,000	I	See

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Common
Stock

Footnote
(2)

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(3)	02/28/2019		M			3,843	(4)	(4)	Class A Common Stock	3,843
Restricted Stock Units	(3)	02/28/2019		M			4,675	(5)	(5)	Class A Common Stock	4,675
Restricted Stock Units	(3)	02/28/2019		A			29,460	(6)	(6)	Class A Common Stock	29,460

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Harris Brian James
C/O SUMMIT MATERIALS, INC.
1550 WYNKOOP STREET, 3RD FLOOR
DENVER, CO 80202

EVP & Chief Financial Officer

Signatures

/s/Anne Lee Benedict, as
Attorney-in-Fact

03/04/2019

**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).
- (1) Reflects restricted stock units that upon vesting converted into shares of Class A common stock of the Issuer ("Class A Common Stock") on a one-for-one basis.
- (2) Reflects securities held by trusts for the benefit of Mr. Harris' family, for which Mr. Harris' spouse serves as trustee.
Each restricted stock unit represents a contingent right to receive one share of Issuer Class A Common Stock. The restricted stock units
- (3) will be settled in either Class A Common Stock or cash (or a combination thereof) at the discretion of the Issuer's compensation committee.
- (4) On February 28, 2017, the Reporting Person was granted 11,530 restricted stock units that vest in three equal annual installments beginning on February 28, 2018.
- (5) On February 28, 2018, the Reporting Person was granted 14,027 restricted stock units that vest in three equal annual installments beginning on February 28, 2019.
- (6) These restricted stock units vest in three equal annual installments beginning on February 28, 2020.

Remarks:

The Reporting Person disclaims beneficial ownership of the securities reported herein as indirectly beneficially owned, except

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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