

BEACON ROOFING SUPPLY INC

Form 4

August 29, 2016

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 *
ISABELLA PAUL

2. Issuer Name **and** Ticker or Trading
Symbol
BEACON ROOFING SUPPLY INC
[BECN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

505 HUNTMAR PARK
DRIVE, SUITE 300

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/26/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President & CEO

HERNDON, VA 20170

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 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)
Common stock, \$0.01 par value	08/26/2016		M	45,000	A \$ 8.04	155,414	D
Common stock, \$0.01 par value	08/26/2016		S	9,944	D \$ (1) 46.47	145,470	D
Common stock, \$0.01 par	08/26/2016		S	35,056	D \$ (2) 46.27	110,414	D

value

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)	8. Amount or Number of Shares
Stock option (right to buy)	\$ 8.04	08/26/2016		M	45,000	(3) 11/19/2017	Common stock, \$0.01 par value	45,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ISABELLA PAUL 505 HUNTMAR PARK DRIVE SUITE 300 HERNDON, VA 20170	X		President & CEO	

Signatures

Joseph M. Nowicki,
Attorney-in-Fact

08/29/2016

____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).

The sales price represents a weighted-average sales price. Sales were made at prices ranging from \$46.40 to \$46.69. The undersigned undertakes to provide to the staff of the Securities and Exchange Commission, the issuer and any security holder of the issuer upon request, the number of shares sold at each separate price.

(2)

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The sales price represents a weighted-average sales price. Sales were made at prices ranging from \$46.25 to \$46.33. The undersigned undertakes to provide to the staff of the Securities and Exchange Commission, the issuer and any security holder of the issuer upon request, the number of shares sold at each separate price.

(3) The options were fully vested and exercisable as of 11/19/2010

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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