

COMFORT SYSTEMS USA INC
 Form 4
 March 10, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Lane Brian E.

2. Issuer Name and Ticker or Trading Symbol
 COMFORT SYSTEMS USA INC
 [FIX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 President/Chief Executive Off.

(Last) (First) (Middle)
 C/O COMFORT SYSTEMS USA,
 INC., 675 BERING DRIVE, SUITE
 400

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/08/2017

(Street)
 HOUSTON, TX 77057

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/08/2017		A	8,317 (1)	\$ 0	181,390	D
Common Stock	03/08/2017		A	12,691 (2)	\$ 0	194,081	D
Common Stock	03/08/2017		F	5,276 (3)	\$ 36.25	188,805	D
Common Stock	03/09/2017		M	11,369	\$ 13.15	200,174	D
	03/09/2017		S	11,369		188,805	D

Common Stock \$ 35.49
(4)

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 Underlying (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 36.25	03/08/2017		A	25,988	04/01/2018 ⁽⁵⁾ 03/08/2027 ⁽⁶⁾	Common Stock
Option to Buy	\$ 13.15	03/09/2017		M	11,369	04/01/2011 ⁽⁷⁾ 03/26/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lane Brian E. C/O COMFORT SYSTEMS USA, INC. 675 BERING DRIVE, SUITE 400 HOUSTON, TX 77057	X		President/Chief Executive Off.	

Signatures

/s/ Trent T. McKenna, by power of attorney
03/10/2017
**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) Each restricted stock unit granted on March 8, 2017 represents a right to receive one share of common stock and will vest in equal installments over a three-year vesting schedule.

(2) Reflects dollar-denominated performance restricted stock units granted on March 19, 2014 that vested on March 8, 2017. These units vested as a result of the Company's 2014-2016 relative Total Shareholder Return and 2014-2016 Company average EPS - the applicable performance metrics.

(3) Forfeited shares are related to dollar-denominated performance restricted stock units that vested on March 8, 2017 and were priced based on the closing price of the Company's common stock on March 8, 2017.

(4) Represents the average price of shares sold; full information regarding the number of shares sold and specific prices will be made available upon request to the Company's Office of the General Counsel.

(5) Stock options vest in equal installments over a three-year vesting schedule.

(6) Stock options will expire at the earlier of ten years from the date of grant or three months following termination of employment.

(7) Stock options were granted on 3/26/2008, vested equally over a three-year period, and were fully vested on 4/1/2011.

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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