Summit Materials, Inc. Form 3 March 12, 2015

### FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

response...

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**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 \*

À Harris Brian James

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/12/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Summit Materials, Inc. [SUM]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

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

(Street)

10% Owner Director

(Check all applicable)

\_X\_\_ Officer Other (give title below) (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

DENVER, COÂ 80202

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** 

(Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** 

5. 4 Conversion or Exercise

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4) Expiration

Exercisable Date Title

Amount or Number of Derivative Security

Price of

Security: Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Options (right to buy)	(1)	03/11/2025	Common Stock	101,200	\$ 18	D	Â
Options (right to buy)	(2)	03/11/2025	Common Stock	131,560	\$ 18	D	Â
LP Units of Summit	(3)	(3)	Common	648,621	\$ <u>(3)</u>	I	See Footnote (4)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<u>.</u>	Director	10% Owner	Officer	Other		
Harris Brian James						
C/O SUMMIT MATERIALS, INC.	â	â	EVP & Chief Financial Officer	â		
1550 WYNKOOP STREET, 3RD FLOOR	А	A	A EVF & Chief Financial Officer	A		
DENVER, CO 80202						

## **Signatures**

/s/ Anne Lee Benedict, as Attorney-in-Fact 03/12/2015

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The options vest in four equal annual installments beginning on March 11, 2016.
- (2) The options vest upon the achievement of certain vesting events more fully described in the Issuer's Registration Statement on Form S-1 (File No. 333-201058).
  - Pursuant to the terms of an exchange agreement, dated as of March 11, 2015, the limited partnership units of Summit Materials
- Holdings L.P. ("LP Units") reported herein are exchangeable from and after the first anniversary of the closing of the issuer's initial public offering (subject to the terms of the exchange agreement and vesting requirements, including certain vesting events more fully described in the Issuer's Registration Statement on Form S-1 (File No. 333-201058)) for shares of the issuer's Class A common stock on a one-for-one basis.
- (4) Reflects securities held by a trust for the benefit of Mr. Harris' family, for which Mr. Harris' spouse serves as trustee.

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#### **Remarks:**

The Reporting Person disclaims beneficial ownership of the securities reported herein as indirectly ben

#### Exhibit 24 - Power of Attorney

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.

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