

COMFORT SYSTEMS USA INC

Form 4

March 10, 2017

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(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)

(Last) (First) (Middle)

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

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President/Chief Executive Off.

C/O COMFORT SYSTEMS USA,  
INC., 675 BERING DRIVE, SUITE  
400

(Street)

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

HOUSTON, TX 77057

(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 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)
			Code	V	Amount (1) 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

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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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SEC 1474  
(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 <sup>(5)</sup>	03/08/2027 <sup>(6)</sup>	Common Stock
Option to Buy	\$ 13.15	03/09/2017		M		11,369		04/01/2011 <sup>(7)</sup>	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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