### Edgar Filing: Primoris Services Corp - Form 4

Primoris Ser Form 4 April 17, 201	•										
									OMB APPROVAL		
		ND EXCHANGE COMMISSIO D.C. 20549				3235-0287					
Check the	ter		Expires:	January 31,							
if no long subject to Section 16 Form 4 or	6. r	NERSHIP OF	Estimated a burden hou response	irs per							
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Pratt Brian			lssuer Name <b>and</b> bol noris Service				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M		ate of Earliest T	• -		•	(Check all applicable)				
C/O PRIMORIS SERVICES CORPORATION, 2100 MCKINNEY AVENUE, SUITE			(Month/Day/Year) 04/13/2017				X DirectorX 10% Owner Officer (give titleOther (specify below) below)				
1500	1500										
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
DALLAS, TX 75201 Form filed by More than One Reporting Person							eporting				
(City)	(State) (	(Zip)	Table I - Non-I	Derivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
(Instr. 3) any		Execution Dat	on Date, if Transactio Code			d of 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)		Transaction(s) (Instr. 3 and 4)				
Common Stock	04/13/2017		J	10,000	D	$\frac{(1)}{(2)}$	9,880,411	D			
Common Stock	04/17/2017		J	10,000	D	$\frac{(1)}{(2)}$	9,870,411	D			
Common Stock							97,810	I	by Spouse		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

1

### Edgar Filing: Primoris Services Corp - Form 4

# required to respond unless the form displays a currently valid OMB control number.

# 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. Transactio Code (Instr. 8)	orDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Forward Sale Contract (obligation to sell)	<u>(1)</u> <u>(2)</u>	04/13/2017		J		10,000	03/08/2017	05/03/2017	Common Stock	130,00
Forward Sale Contract (obligation to sell)	<u>(1)</u> <u>(2)</u>	04/17/2017		J		10,000	03/08/2017	05/03/2017	Common Stock	120,00

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
1	Director	10% Owner	Officer	Other		
Pratt Brian C/O PRIMORIS SERVICES CORPORATION 2100 MCKINNEY AVENUE, SUITE 1500 DALLAS, TX 75201	Х	Х				
Signatures						
/s/ Peter J. Moerbeek, by power of attorney	04/17/20	)17				
**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) On March 31, 2014, Mr. Pratt entered into a prepaid variable forward sale with an unaffiliated third party, which was previously reported. The contract obliges Mr. Pratt to deliver to the buyer up to 400,000 shares of PRIM common stock (or, at Mr. Pratt's election, an equivalent amount of cash based on the market price of PRIM common stock at that time) on the maturity dates of the contract. The maturity dates are the 40 business days starting March 8, 2017 and ending May 3, 2017 with 10,000 shares

### Edgar Filing: Primoris Services Corp - Form 4

maturing each day. For assuming this obligation, Mr. Pratt received \$9,860,364 as of March 31, 2014. Mr. Pratt has pledged 400,000 shares of PRIM common stock to secure the obligations. He has retained voting rights of the pledged shares.

On each maturity date, the number of shares delivered to the buyer will be determined as follows: (a) If the settlement price is less than or equal to 25.6446/share, Mr. Pratt will deliver 10,000 shares; (b) if the settlement price is greater than 25.6446/share, Mr. Pratt will deliver a hour shares exclude the settlement price is greater than

\$25.6446/share but less than or equal to \$36.8321/share, he will deliver shares equal to the product of 10,000 shares multiplied
 by \$25.6446 divided by the settlement price; or (c) if the settlement price is greater than \$36.8321/share, he will deliver shares equal to the result of subtracting the quotient of \$111,875 divided by the settlement price from 10,000 shares. For the 4/13/2017 transaction, the settlement price was \$22.88 per share and for the 4/17/2017 transaction the settlement price was \$22.87 per share. Accordingly, 10,000 shares were delivered for each of the two transactions.

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.