

Pratt Brian
Form 4

November 13, 2018

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pratt Brian

(Last) (First) (Middle)

C/O PRIMORIS SERVICES
CORPORATION, 2100
MCKINNEY AVENUE, SUITE
1500

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Primoris Services Corp [PRIM]

3. Date of Earliest Transaction
(Month/Day/Year)
10/11/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	10/11/2018		Z		926,191 (1)	D \$ 0	4,086,801 D
Common Stock	10/11/2018		Z		926,190 (2)	D \$ 0	3,160,611 D
Common Stock	10/26/2018		Z		500,000 (3)	D \$ 0	2,660,611 D
Common Stock	10/26/2018		Z		500,000 (4)	D \$ 0	2,160,611 D
	10/11/2018		Z		926,191	A \$ 0	926,191 I

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Common Stock								by BLP 2018-3 Trust ⁽⁵⁾
Common Stock	10/11/2018	Z	926,190	A	\$ 0	926,190	I	by BLP 2018-4 Trust ⁽⁶⁾
Common Stock	10/26/2018	Z	500,000	A	\$ 0	500,000	I	by BLP 2018-5 Trust ⁽⁷⁾
Common Stock	10/26/2018	Z	500,000	A	\$ 0	500,000	I	by BLP 2018-6 Trust ⁽⁸⁾
Common Stock	11/08/2018	S	12,791	D	\$ 24.3026 ⁽¹¹⁾	487,209	I	by BLP 2018-5 Trust ⁽⁸⁾
Common Stock	11/08/2018	S	12,792	D	\$ 24.3026 ⁽¹¹⁾	487,208	I	by BLP 2018-6 Trust ⁽⁸⁾
Common Stock						847,428	I	by BLP 2018-1 Trust ⁽⁹⁾
Common Stock						847,428	I	by BLP 2018-2 Trust ⁽¹⁰⁾
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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pratt Brian C/O PRIMORIS SERVICES CORPORATION 2100 MCKINNEY AVENUE, SUITE 1500 DALLAS, TX 75201	X	X		

Signatures

/s/ Peter J. Moerbeek, by power of attorney	11/12/2018
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__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) Transfer of shares of Common Stock to the BLP 2018-3 Retained Annuity Trust, of which Reporting Person is the trustee.
- (2) Transfer of shares of Common Stock to the BLP 2018-4 Retained Annuity Trust, of which Reporting Person is the trustee.
- (3) Transfer of shares of Common Stock to the BLP 2018-5 Retained Annuity Trust, of which Reporting Person is the trustee.
- (4) Transfer of shares of Common Stock to the BLP 2018-6 Retained Annuity Trust, of which Reporting Person is the trustee.
- (5) Shares are held by the BLP 2018-3 Retained Annuity Trust, of which Reporting Person is the trustee.
- (6) Shares are held by the BLP 2018-4 Retained Annuity Trust, of which Reporting Person is the trustee.
- (7) Shares are held by the BLP 2018-5 Retained Annuity Trust, of which Reporting Person is the trustee.
- (8) Shares are held by the BLP 2018-6 Retained Annuity Trust, of which Reporting Person is the trustee.
- (9) Shares are held by the BLP 2018-1 Retained Annuity Trust, of which Reporting Person is the trustee.
- (10) Shares are held by the BLP 2018-2 Retained Annuity Trust, of which Reporting Person is the trustee.

- (11) The reported price in Column 4 is a weighted average price. These shares were sold in transactions at prices ranging from \$24.455 to \$24.25 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.