

Edgar Filing: - Form

Form

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"2" valign="top" style="border: solid black; border-top-width: 0; border-left-width: 1; border-right-width: 1; border-bottom-width: 1">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 01/05/2015 M<sup>(1)</sup> 21,202 A \$ 9.43 613,320 D Common Stock 01/05/2015 M<sup>(1)</sup> 8,109 A \$ 10.75 621,429 D Common Stock 01/05/2015 M<sup>(1)</sup> 8,528 A \$ 10.7 629,957 D

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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Option to Purchase Common Stock	\$ 9.43	01/05/2015		M	21,202	<sup>(2)</sup> 03/31/2019	Common Stock	21,202
Option to Purchase Common Stock	\$ 10.75	01/05/2015		M	8,109	<sup>(3)</sup> 03/31/2020	Common Stock	8,109
Option to Purchase Common Stock	\$ 10.7	01/05/2015		M	8,528	<sup>(4)</sup> 03/31/2021	Common Stock	8,528

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

## Edgar Filing: - Form

Director   10% Owner   Officer   Other

FUSSNER THOMAS M  
C/O ADVANCED DRAINAGE SYSTEMS, INC.  
4640 TRUEMAN BOULEVARD  
HILLIARD, OH 43026

EVP and Co-COO

## Signatures

/s/ Thomas M. Fussner, by Mark B. Sturgeon as  
attorney-in-fact

01/07/2015

\_\_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) Reflects the exercise by the Reporting Person of stock options (right to buy) previously granted by the Issuer.
- (2) The option was scheduled to vest in three equal annual installments beginning on July 22, 2014, provided however that all remaining unvested options vested in full immediately prior to the completion of the Issuer's initial public offering ("IPO").
- (3) The option was scheduled to vest in three equal annual installments beginning on July 21, 2015, provided however that all remaining unvested options vested in full immediately prior to the completion of the Issuer's IPO.
- (4) The option was scheduled to vest in three equal annual installments beginning on May 3, 2016, provided however that all remaining unvested options vested in full immediately prior to the completion of the Issuer's IPO.

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.