

Valenzuela Steve
Form 4
November 08, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Valenzuela Steve

(Last) (First) (Middle)

C/O ALARM.COM HOLDINGS,
INC., 8281 GREENSBORO DRIVE,
SUITE 100

(Street)

TYSONS, VA 22102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Alarm.com Holdings, Inc. [ALRM]

3. Date of Earliest Transaction
(Month/Day/Year)
11/06/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

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

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)
Common Stock	11/06/2018		M ⁽¹⁾	5,000	A \$ 27.9 47,774	D ⁽²⁾	
Common Stock	11/06/2018		S ⁽¹⁾	5,000	D \$ 45 42,774	D	
Common Stock	11/07/2018		M ⁽¹⁾	5,000	A \$ 27.9 47,774	D	
Common Stock	11/07/2018		S ⁽¹⁾	5,000	D \$ 45.25 42,774	D	
Common Stock	11/08/2018		M ⁽¹⁾	5,000	A \$ 27.9 47,774	D	

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Common Stock 11/08/2018 S⁽¹⁾ 5,000 D \$ 56.06 42,774 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)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 27.9	11/06/2018		M ⁽¹⁾	5,000	⁽³⁾ 11/14/2026	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 27.9	11/07/2018		M ⁽¹⁾	5,000	⁽³⁾ 11/14/2026	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 27.9	11/08/2018		M ⁽¹⁾	5,000	⁽³⁾ 11/14/2026	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
Valenzuela Steve C/O ALARM.COM HOLDINGS, INC. 8281 GREENSBORO DRIVE, SUITE 100	Director 10% Owner Officer Other Chief Financial Officer

TYSONS, VA 22102

Signatures

/s/ Daniel Ramos,
Attorney-in-Fact

11/08/2018

__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) These exercises and sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- (2) Includes 388 shares acquired under the Alarm.com Holdings, Inc. 2015 Employee Stock Purchase Plan in a transaction that was exempt under both Rule 16b-3(d) and Rule 16b-3(c).
20% of the shares underlying the option vested and became exercisable on November 15, 2017; the remainder of the shares underlying
- (3) the option shall vest and become exercisable ratably on a monthly basis over the following four (4) years on the first day of each month beginning on December 1, 2017, subject to the Reporting Person's continuous service with the Issuer as of each such date.

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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