

Miller Mark Scott
Form 3
February 20, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Miller Mark Scott

(Last) (First) (Middle)

10200 ALLIANCE ROAD,
SUITE 200

(Street)

CINCINNATI, OH 45242

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/11/2019

3. Issuer Name and Ticker or Trading Symbol
Milacron Holdings Corp. [MCRN]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner

☒ ___ Officer ___ Other

(give title below) (specify below)

Chief Human Resources Officer

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, par value \$0.01 per share

27,069 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Common Stock, par value	Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	06/24/2025	\$0.01 per share	38,203	\$ 20	D	Â
Stock Option (right to buy)	Â (3)	03/01/2027	Common Stock, par value \$0.01 per share	15,484	\$ 18.42	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Miller Mark Scott 10200 ALLIANCE ROAD, SUITE 200 CINCINNATI, OH 45242	Â	Â	Â Chief Human Resources Officer		Â

Signatures

/S/Hugh C. O'Donnell, as Attorney-in-Fact for Mark Scott
Miller

02/20/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Represents shares of restricted stock that are subject to vesting and forfeiture, of which 6,515 shares were granted on March 1, 2017 and
- (1) 20,554 shares were granted on March 1, 2018. These shares vest in equal annual installments of 33 1/3% on each of the first three anniversary dates of the grant date.
 - (2) The options will vest and become exercisable in equal annual installments of 25% of the shares over a 4-year period on each anniversary date of the grant date, June 24, 2015, subject to the participant's continued service through each applicable vesting date.
 - (3) The options will vest and become exercisable in equal annual installments of 25% of the shares over a 4-year period on each anniversary date of the grant date, March 1, 2017, subject to the participant's continued service through each applicable vesting 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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