Summit Materials, Inc. Form 3 March 12, 2015

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

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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 *

A Murphy Damian John

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/12/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Summit Materials, Inc. [SUM]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SUMMIT MATERIALS, INC., 1550 WYNKOOP STREET, 3RD FLOOR

(Street)

Director _X__ Officer

10% Owner

Other (give title below) (specify below) EVP & Central Region President 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

DENVER, COÂ 80202

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

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

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5) Direct (D)

or Indirect (I) (Instr. 5)

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**

5. 4 Conversion or Exercise

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

(Instr. 4)

Expiration Exercisable Date

Title Amount or Number of

Price of Derivative Security

Derivative Security: Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
LP Units of Summit Materials Holdings L.P.	(1)	(1)	Common Stock	294,848	\$ <u>(1)</u>	D	Â
Options (right to buy)	(2)	03/11/2025	Common Stock	124,084	\$ 18	D	Â
Options (right to buy)	(3)	03/11/2025	Common Stock	161,310	\$ 18	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Murphy Damian John						
C/O SUMMIT MATERIALS, INC. 1550 WYNKOOP STREET, 3RD FLOOR	Â	Â	EVP & Central Region President	Â		
DENVER, CO 80202						

Signatures

/s/ Anne Lee Benedict, as Attorney-in-Fact

03/12/2015

**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).

Pursuant to the terms of an exchange agreement, dated as of March 11, 2015, the limited partnership units of Summit Materials Holdings L.P. ("LP Units") reported herein are exchangeable from and after the first anniversary of the closing of the issuer's initial public offering

- (1) (subject to the terms of the exchange agreement and vesting requirements, including certain vesting events more fully described in the Issuer's Registration Statement on Form S-1 (File No. 333-201058)) for shares of the issuer's Class A common stock on a one-for-one basis.
- (2) The options vest in four equal annual installments beginning on March 11, 2016.
- (3) The options vest upon the achievement of certain vesting events more fully described in the Issuer's Registration Statement on Form S-1 (File No. 333-201058).

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Remarks:

Exhibit 24 - Power of Attorney

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.

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