

Ramos Daniel
Form 4
December 07, 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 *
Ramos Daniel

(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)
12/04/2018

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)
Sr. VP-Corporate Development

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 (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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	12/04/2018		M		750	A \$ 4	24,902 D
Common Stock	12/04/2018		M		360	A \$ 11.55	25,262 D
Common Stock	12/04/2018		M		750	A \$ 15.02	26,012 D
Common Stock	12/04/2018		M		500	A \$ 32.17	26,512 D
Common Stock	12/04/2018		M		500	A \$ 37.74	27,012 D

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Common Stock	12/04/2018	S	5,446	D	\$ 50.77	21,566	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. F Der Sec (Ins	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4	12/04/2018		M		750		<u>(1)</u>	12/23/2023	Common Stock	750
Employee Stock Option (Right to Buy)	\$ 11.55	12/04/2018		M		360		<u>(2)</u>	05/15/2025	Common Stock	360
Employee Stock Option (Right to Buy)	\$ 15.02	12/04/2018		M		750		<u>(3)</u>	02/14/2026	Common Stock	750
Employee Stock Option (Right to Buy)	\$ 32.17	12/04/2018		M		500		<u>(4)</u>	05/14/2027	Common Stock	500
Employee Stock Option	\$ 37.74	12/04/2018		M		500		<u>(5)</u>	03/31/2028	Common Stock	500

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ramos Daniel C/O ALARM.COM HOLDINGS, INC. 8281 GREENSBORO DRIVE SUITE 100 TYSONS, VA 22102	Sr. VP-Corporate Development

Signatures

/s/ Daniel
Ramos

12/07/2018

__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) Immediately exercisable. The option vests with respect to 20% of the shares on December 23, 2014 and, with respect to 1/48th of the remaining shares, the option vests on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.
 - (2) Immediately exercisable. The option vests with respect to 20% of the shares on May 15, 2016 and, with respect to 1/48th of the remaining shares, the option vests on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.
 - (3) Immediately exercisable. The option vests with respect to 20% of the shares on February 15, 2017 and, with respect to 1/48th of the remaining shares, the option vests on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.
 - (4) This option vests and becomes exercisable in sixty (60) equal monthly installments on the 1st day of each calendar month beginning on June 1, 2017, subject to the Reporting Person's continuous service through each vesting date.
 - (5) This option vests and becomes exercisable in sixty (60) equal monthly installments on the 1st day of each calendar month beginning on May 1, 2018, subject to the Reporting Person's continuous service through each 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. 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.