

Yuan David
Form 4
November 29, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
McAdam Timothy P

(Last) (First) (Middle)

C/O TECHNOLOGY CROSSOVER VENTURES, 528 RAMONA STREET

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

May be part of a 13(d) group

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 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 09/14/2017 | | G ⁽¹⁾ | V 20,304 D \$ 0 | 0 | I | Yuan Family Trust dated 9/22/2006 ⁽²⁾ |
| Common Stock | 11/27/2017 | | J ⁽³⁾ | 20,407 A \$ 0 | 20,407 | I | Yuan Family Trust dated 9/22/2006 ⁽²⁾ |
| | 11/27/2017 | | J ⁽⁴⁾ | 16,521 A \$ 0 | 16,521 | I | |

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| | | | | | | | | | |
|--------------|------------|--|------------------|--------|---|---------------------------|--------|---|---------------------------------------|
| Common Stock | | | | | | | | | Rosenberg Family Trust ⁽⁵⁾ |
| Common Stock | 11/27/2017 | | J ⁽⁶⁾ | 20,428 | A | \$ 0 | 40,753 | I | Timothy P. McAdam ⁽⁷⁾ |
| Common Stock | 11/28/2017 | | S | 8,000 | D | \$ 42.351 ⁽⁸⁾ | 8,521 | I | Rosenberg Family Trust ⁽⁵⁾ |
| Common Stock | 11/28/2017 | | S | 8,521 | D | \$ 42.6677 ⁽⁹⁾ | 0 | I | Rosenberg Family Trust ⁽⁵⁾ |

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

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.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| McAdam Timothy P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301 | X | X | | May be part of a 13(d) group |
| Rosenberg John C. C/O TECHNOLOGY CROSSOVER VENTURES | | X | | May be part of a 13(d) group |

528 RAMONA STREET
PALO ALTO, CA 94301

Yuan David
C/O TECHNOLOGY CROSSOVER VENTURES
528 RAMONA STREET
PALO ALTO, CA 94301

X

May be part of a 13(d)
group

Signatures

Frederic D. Fenton, Authorized Signatory for Timothy P.
McAdam

11/29/2017

__Signature of Reporting Person

Date

Frederic D. Fenton, Authorized Signatory for John C.
Rosenberg

11/29/2017

__Signature of Reporting Person

Date

Frederic D. Fenton, Authorized Signatory for David L. Yuan

11/29/2017

__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) Represents a gift/charitable donation effective September 14, 2017. Not a market transaction thus no price is reported. No value was received in return for the gifted shares.
- (2) David L. Yuan is a Trustee of the Yuan Family Trust dated 9/22/2006. Mr. Yuan disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (3) Acquisition by the Yuan Family Trust dated 9/22/2006 pursuant to an in kind pro-rata distribution by Technology Crossover Management VII, L.P. ("TCM VII") and TCV Member Fund, L.P. ("TCV MF") to each of their partners, without consideration.
- (4) Acquisition by the Rosenberg Family Trust pursuant to an in kind pro-rata distribution by TCM VII and TCV MF to each of their partners, without consideration.
- (5) John C. Rosenberg is a Trustee of the Rosenberg Family Trust. Mr. Rosenberg disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (6) Acquisition by Timothy P. McAdam pursuant to an in kind pro-rata distribution by TCM VII and TCV MF to each of their partners, without consideration.
- (7) Shares held directly by Timothy P. McAdam.
- (8) This number represents a weighted average sales price. The shares were sold at prices ranging from \$41.865 to \$42.50. The Reporting Person hereby undertakes to provide upon request by the Staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price.
- (9) This number represents a weighted average sales price. The shares were sold at prices ranging from \$42.50 to \$42.87. The Reporting Person hereby undertakes to provide upon request by the Staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price.

Remarks:

This Form 4 is filed by more than one Reporting Person and is a joint filing with the Form 4 filed by TCV VII, L.P., TCV VII

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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