

Pratt Brian
Form 4
February 28, 2019

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 *
Pratt Brian

(Last) (First) (Middle)

C/O PRIMORIS SERVICES CORPORATION, 2300 N. FIELD STREET, SUITE 1900

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Primoris Services Corp [PRIM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2019

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|------------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 02/26/2019 | | A | 2,213 A <u>7</u> | 2,162,824 | D | |
| Common Stock | | | | | 847,428 | I | by BLP 2018-1 Trust ⁽⁵⁾ |
| Common Stock | | | | | 847,428 | I | by BLP 2018-2 Trust ⁽⁶⁾ |
| Common Stock | | | | | 926,191 | I | by BLP 2018-3 |

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| | | | |
|--------------|---------|---|--|
| Common Stock | 926,190 | I | Trust ⁽¹⁾ by BLP 2018-4 Trust ⁽²⁾ |
| Common Stock | 487,209 | I | by BLP 2018-5 Trust ⁽³⁾ |
| Common Stock | 487,208 | I | by BLP 2018-6 Trust ⁽⁴⁾ |
| Common Stock | 97,810 | I | by Spouse |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Pratt Brian C/O PRIMORIS SERVICES CORPORATION 2300 N. FIELD STREET, SUITE 1900 DALLAS, TX 75201 | X | X | | |

Signatures

/s/ Kenneth M. Dodgen, by power of
attorney

02/28/2019

__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) Shares are held by the BLP 2018-3 Retained Annuity Trust, of which Reporting Person is the trustee.
- (2) Shares are held by the BLP 2018-4 Retained Annuity Trust, of which Reporting Person is the trustee.
- (3) Shares are held by the BLP 2018-5 Retained Annuity Trust, of which Reporting Person is the trustee.
- (4) Shares are held by the BLP 2018-6 Retained Annuity Trust, of which Reporting Person is the trustee.
- (5) Shares are held by the BLP 2018-1 Retained Annuity Trust, of which Reporting Person is the trustee.
- (6) Shares are held by the BLP 2018-2 Retained Annuity Trust, of which Reporting Person is the trustee.

- The non-employee director compensation program adopted by the Board in May 2011 and updated August 5, 2014, provides for the
- (7) issuance of restricted stock with a value of \$46,667. The price per share was based on the average closing price during December 2018, resulting in a grant of 2,213 shares of stock. The shares of stock cannot be sold for a period of twelve months from the date of grant.

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.