

Pratt Brian
Form 4
March 13, 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)
03/11/2019

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 Indirect Beneficial Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	03/11/2019		S			11,149	D	22.4044 (7)	346,248	I	by BLP 2018-5 Trust (3)
Common Stock	03/12/2019		S			21,580	D	22.4504 (8)	324,668	I	by BLP 2018-5 Trust (3)
Common Stock	03/13/2019		S			2,700	D	22.4037 (9)	321,968	I	by BLP 2018-5 Trust (3)
Common									2,162,824	D	

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Stock							
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 Trust ⁽¹⁾	
Common Stock		926,190	I			by BLP 2018-4 Trust ⁽²⁾	
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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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 Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

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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

03/13/2019

__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.

(7) The reported price in Column 4 is a weighted average price. These shares were sold in transactions at prices ranging from \$22.40 to \$22.43 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(8) The reported price in Column 4 is a weighted average price. These shares were sold in transactions at prices ranging from \$22.40 to \$22.50 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(9) The reported price in Column 4 is a weighted average price. These shares were sold in transactions at prices ranging from \$22.40 to \$22.41 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.