

FOX FACTORY HOLDING CORP  
Form 3  
August 07, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *      |         |          | 2. Date of Event Requiring Statement             | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |   |
| Â MENDENHALL DUDLEY W                          |         |          | (Month/Day/Year)<br>08/07/2013                   | FOX FACTORY HOLDING CORP [FOXF]                    |   |
| (Last)   | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| C/O FOX FACTORY HOLDING CORP.,Â 915 DISC DRIVE |         |          | (Check all applicable)                           |  |   |
| (Street)                                       |         |          | <input checked="" type="checkbox"/> Director     | <input type="checkbox"/> 10% Owner                 | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| SCOTTS VALLEY,Â CAÂ 95066                      |         |          | <input type="checkbox"/> Officer                 | <input type="checkbox"/> Other                     |   |
| (City)   | (State) | (Zip)    | (give title below) (specify below)               |  |   |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|   |   |  |   |   |  |
|---|---|--|---|---|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|

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|                                 | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|---------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Option to Purchase Common Stock | 02/27/2013       | 06/15/2022      | Common Stock | 4,645                      | \$ 5.16  | D                                     | Â |
| Option to Purchase Common Stock | 04/19/2014       | 03/19/2023      | Common Stock | 4,645                      | \$ 7.59  | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MENDENHALL DUDLEY W<br>C/O FOX FACTORY HOLDING CORP.<br>915 DISC DRIVE<br>SCOTTS VALLEY, CA 95066 | Â X           | Â         | Â       | Â     |

## Signatures

/s/ Stephen D. Cooke, Attorney-In-Fact for Dudley Mendenhall

08/07/2013

\*\*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).

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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