

O'Farrell Susan C.  
Form 4  
July 20, 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  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
O'Farrell Susan C.

(Last) (First) (Middle)

4300 WILDWOOD PARKWAY

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
BlueLinX Holdings Inc. [BXC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/18/2018

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)

SVP, CFO AND TREASURER

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/20/2018		M	Amount 17,500 (1)	(A) or (D) A (1)	45,752	D
Common Stock	07/20/2018		F	5,312 (2)	D \$ 34.12	40,440	D
Common Stock	07/20/2018		M	17,500 (3)	A (3)	57,940	D
Common Stock	07/20/2018		F	7,645 (4)	D \$ 34.12	50,295	D

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.

SEC 1474  
(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title or Number of Shares
Performance Share Units	(1)	07/18/2018		A	17,500 (1)	(1) (1)	Common Stock 17,5
Performance Share Units	(1)	07/20/2018		M	17,500 (1)	(1) (1)	Common Stock 17,5
Restricted Stock Units	(3)	07/20/2018		M	17,500 (3)	(3) (3)	Common Stock 17,5
Restricted Stock Units	(5)					(5) (5)	Common Stock 3,3

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
O'Farrell Susan C. 4300 WILDWOOD PARKWAY ATLANTA, GA 30339	SVP, CFO AND TREASURER

## Signatures

/s/ Natali T. Mayo,  
Attorney-in-Fact 07/20/2018

\*\*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).

- Represents the conversion of performance share units that vested on July 20, 2018. The performance-related conditions of these restricted
- (1) stock units were satisfied on July 18, 2018. Each performance share unit represents a contingent right to receive one share of BlueLink Holdings Inc. common stock.
- (2) These shares were withheld to cover tax withholding obligations when 17,500 performance share units vested on July 20, 2018.

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- (3) Represents the conversion of restricted stock units that vested on July 20, 2018. Each restricted stock unit represents a contingent right to receive one share of BlueLinx Holdings Inc. common stock.
- (4) These shares were withheld to cover tax withholding obligations when 17,500 restricted stock units vested on July 20, 2018.
- (5) These are time-based restricted stock units that vest in three equal annual installments commencing on June 8, 2019. Each restricted stock unit represents a contingent right to receive one share of BlueLinx Holdings Inc. common stock.

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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