HAMLIN TODD Form 4 January 04, 2018

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

Washington, D.C. 20549

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
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**OMB APPROVAL** 

3235-0287

January 31,

OMB

Number:

Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box

if no longer

subject to

Section 16.

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 * HAMLIN TODD		2. Issuer Name and Ticker or Trading Symbol DXP ENTERPRISES INC [DXPE]			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)			Fransaction	(Chec	ck all applicable	)
(=33.5)	(= ====)	(		Day/Year)	Tunsaction	Director	10%	Owner
7272 PINEN	MONT DRIVE	E	12/29/2	017		_X_ Officer (give below)	e title Othe below) Vice President	er (specify
	(6, 1)		4 70 4					
	(Street)			· ·	Date Original	6. Individual or Jo	oint/Group Filin	g(Check
			Filed(Mo	nth/Day/Yea	ar)	Applicable Line)		
HOUSTON	, TX 77040					_X_ Form filed by N Form filed by N Person		
(City)	(State)	(Zip)	Tabl	le I - Non-	Derivative Securities Acq	quired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security	2. Transaction I (Month/Day/Ye			3. Transact	4. Securities Acquired ion(A) or Disposed of (D)	5. Amount of Securities	6. Ownership Form: Direct	

						10105 1104	un cu, Disposeu o	2, 01 201101101111	.,
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties A	cquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dis	spose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
DXP						Φ.			
Common Stock	12/29/2017		S	2,500	D	\$ 29.68	23,446	D	

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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8. Price of Derivative Security (Instr. 5)

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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Lunderlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
DXP Restricted Stock Units	\$ 0					<u>(1)</u>	<u>(1)</u>	DXP Common Stock	600

## **Reporting Owners**

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

HAMLIN TODD 7272 PINEMONT DRIVE HOUSTON, TX 77040

Sr. Vice President

## **Signatures**

/s/ Todd Hamlin 01/03/2018

\*\*Signature of Date
Reporting Person

## **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) The terms of the grant provide for vesting in five equal installments on the anniversary date of the grant. Grant date 02/19/2014.

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.

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