

Convers Pascal
Form 4
February 16, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Convers Pascal

2. Issuer Name **and** Ticker or Trading
Symbol
SiteOne Landscape Supply, Inc.
[SITE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
MANSELL OVERLOOK, 300
COLONIAL CENTER PARKWAY,
SUITE 600

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2018

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP, Strategy and Development

(Street)
ROSWELL, GA 30076

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	02/15/2018		M	9,750	A \$ 5.5	106,708	D
Common Stock	02/15/2018		S ⁽¹⁾	9,750	D \$ (2) 77.1	96,958	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)

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number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 77.04	02/14/2018		A		13,437		<u>(3)</u>	02/14/2028	Common Stock	13,437
Restricted Stock Units	<u>(4)</u>	02/14/2018		A		1,493		<u>(5)</u>	<u>(5)</u>	Common Stock	1,493
Stock Options (right to buy)	\$ 5.5	02/15/2018		M		9,750		<u>(6)</u>	09/30/2024	Common Stock	9,750

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Convers Pascal MANSELL OVERLOOK 300 COLONIAL CENTER PARKWAY, SUITE 600 ROSWELL, GA 30076	EVP, Strategy and Development

Signatures

/s/ Briley Brisendine, Attorney-in-fact for Pascal
Convers 02/16/2018

**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).

(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on December 1, 2017.

(2)

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The price reported in column 4 is a weighted average price. The shares were sold at prices ranging from \$76.460 to \$77.675, inclusive. Upon request by the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price will be provided.

- (3) The options will vest and become exercisable in four equal annual installments beginning on February 14, 2019, subject to the Reporting Person's continued employment.
- (4) Restricted Stock Units ("RSUs") convert into shares of Common Stock upon vesting on a one-for-one basis.
- (5) The RSUs will vest and settle into shares of Common Stock in four equal annual installments beginning on February 14, 2019, subject to the Reporting Person's continued employment.

209,126 options were granted on September 30, 2014, and vest and become exercisable ratably in five installments on each anniversary of

- (6) December 23, 2013, subject to continued employment. Prior to the transactions reported on this Form 4, 147,801 of these options that remain outstanding had vested.

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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