

DINAPOLI DOMINIC
Form 4
January 16, 2018

FORM 4

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

OMB APPROVAL

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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 *
DINAPOLI DOMINIC

(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)
01/11/2018

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 Ownership Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|--|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|--|

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| Derivative Security | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------------------------|-----|------------|--|-------|------------------|-----------------|--------------|----------------------------|
| | | | Code | V | | | | |
| Restricted Stock Units | (1) | 01/11/2018 | A | 8,498 | (2) | (2) | Common Stock | 8,498 |
| Restricted Stock Units | (1) | | | | (3) | (3) | Common Stock | 12,517 |
| Restricted Stock Units | (1) | | | | (5) | (5) | Common Stock | 13,235 (6) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DINAPOLI DOMINIC 4300 WILDWOOD PARKWAY ATLANTA, GA 30339 | | | X | |

Signatures

/s/ Natali T. Mayo,
Attorney-in-Fact

01/16/2018

**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) Each restricted stock unit represents a contingent right to receive one share of BlueLinx Holdings Inc. common stock.
- (2) The restricted stock units vest on January 11, 2019. Vested shares will be delivered to the reporting person within 30 days after the earlier of January 11, 2029 and/or termination of Reporting Owner's service on the Board of Directors of Issuer.
- (3) The restricted stock units vested on January 11, 2018. Shares will be delivered to the reporting person within 30 days after the earlier of January 11, 2027 and/or termination of Reporting Owner's service on the Board of Directors of Issuer.
- (4) Correction of administrative error in number of shares in connection with a 1-for-10 reverse stock split that the issuer effected on June 13, 2016. This amount reflects the reverse stock split.
- (5) The restricted stock units vest on May 20, 2017. Vested shares will be delivered to the reporting person within 30 days after the earlier of May 20, 2026 and termination of Reporting Owner's service on the Board of Directors of Issuer.
- (6) The Issuer effected a 1-for-10 reverse stock split on June 13, 2016. This amount reflects the reverse stock split.

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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