

Alarm.com Holdings, Inc.

Form 3

August 17, 2016

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 *

Â Gollinger Allan Jon

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/15/2016

3. Issuer Name and Ticker or Trading Symbol
Alarm.com Holdings, Inc. [ALRM]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Principal Accounting Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O ALARM.COM HOLDING,
INC.,Â 8281 GREENSBORO
DRIVE SUITE 100

(Street)

TYSON,Â VAAÂ 22108

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

12,635 ⁽¹⁾

D

Â

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	12/10/2022	Common Stock	10,500	\$ 2.95	D	Â
Stock Option (right to buy)	Â (3)	05/14/2025	Common Stock	4,800	\$ 11.55	D	Â
Stock Option (right to buy)	Â (4)	02/14/2026	Common Stock	5,000	\$ 15.02	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gollinger Allan Jon C/O ALARM.COM HOLDING, INC. 8281 GREENSBORO DRIVE SUITE 100 TYSON, VA 22108	Â	Â	Â Principal Accounting Officer	Â

Signatures

/s/ Daniel Ramos,
Attorney-in-Fact

08/17/2016

__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).

(1) 5,000 of these shares are subject to vesting and a repurchase option pursuant to a certain Early Exercise Notice and Restricted Stock Purchase Agreement between the Issuer and the Reporting Person dated February 14, 2014. 1,000 shares (20%) vested on December 23, 2014, and, the remaining 4,000 shares vest ratably on a monthly basis over the next four years, subject to the Reporting Person's continuous service through each vesting date. As of the date of event requiring this filing, 2,334 of these shares remain unvested.

(2) This option vested with respect to 20% of the shares on December 11, 2013, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.

(3) This option is immediately exercisable. However, the option vested with respect to 20% of the shares on May 15, 2016, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.

(4) This option vests with respect to 20% of the shares on February 15, 2017, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.

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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