

Selvidge Chad
 Form 3
 April 12, 2018

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 Selvidge Chad (Last) (First) (Middle) C/O 3001 COLORADO BLVD. (Street) DENTON, Â TX Â 76210 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 04/04/2018 | 3. Issuer Name and Ticker or Trading Symbol Sally Beauty Holdings, Inc. [SBH] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP & CMO | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|--|---|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. 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 ⁽¹⁾ | 5,718 ⁽²⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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 Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|--|--------------|------------|-----------------|--------|----------|-------------------|---|
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(4)</u> | 10/29/2022 | Common Stock | 17,188 | \$ 23.49 | D | Â |
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(4)</u> | 10/30/2023 | Common Stock | 16,300 | \$ 26.3 | D | Â |
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(5)</u> | 10/29/2024 | Common Stock | 12,160 | \$ 29.2 | D | Â |
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(6)</u> | 10/28/2025 | Common Stock | 17,007 | \$ 23.45 | D | Â |
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(7)</u> | 11/01/2026 | Common Stock | 16,860 | \$ 25.53 | D | Â |
| Employee Stock Option (Right to Buy) ⁽³⁾ | Â <u>(8)</u> | 11/01/2027 | Common Stock | 15,765 | \$ 17.42 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Selvidge Chad C/O 3001 COLORADO BLVD. DENTON, TX 76210 | Â | Â | Â SVP & CMO | Â |

Signatures

/s/ John Henrich,
Attorney-in-fact

04/12/2018

__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) Includes 4,718 shares of restricted stock granted pursuant to the Sally Beauty Holdings, Inc. 2010 Amended and Restated Omnibus Incentive Plan.
Includes 1,876 shares of restricted stock of which restrictions shall lapse on September 30, 2018; 1,421 shares of restricted stock of which
- (2) restrictions shall lapse on September 30, 2019 and 1,421 shares of restricted stock of which restrictions shall lapse on September 30, 2020.
- (3) Grant of options under the Sally Beauty Holdings, Inc. Amended and Restated 2010 Omnibus Incentive Plan.
- (4) The option is currently exercisable in full.
- (5) The option is currently exercisable as to 9,120 shares and as to 3,040 shares on September 30, 2018.
- (6) The option is currently exercisable as to 11,338 shares and as to 5,669 shares on September 30, 2018.
- (7) The option is currently exercisable as to 5,620 shares, as to 5,620 shares on September 30, 2018 and as to 5,620 on September 30, 2019.
- (8) The options vest in three equal annual installments beginning on September 30, 2018.

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.