

DYCOM INDUSTRIES INC
Form 3
August 27, 2015

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)

| | | | | | |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Roach Rebecca Brightly</p> <p>(Last) (First) (Middle)</p> <p>11780 U.S. HIGHWAY 1,Â SUITE 600</p> <p>(Street)</p> <p>PALM BEACH GARDENS,Â FLÂ 33408</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/25/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>DYCOM INDUSTRIES INC [DY]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP & Chief Accounting Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

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 | 5,686 | D | Â |
| Restricted Stock Units ⁽¹⁾ | 236 ⁽²⁾ | D | Â |
| Restricted Stock Units ⁽¹⁾ | 532 ⁽³⁾ | D | Â |
| Restricted Stock Units ⁽¹⁾ | 606 ⁽⁴⁾ | D | Â |
| Restricted Stock Units ⁽¹⁾ | 736 ⁽⁵⁾ | 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)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small> | 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 (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|---|
| | Date Exercisable | Expiration Date | | | |
| | | | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|--------------------------|--------------------------|---|--------------------------|
| | Director | 10% Owner | Officer | Other |
| Roach Rebecca Brightly 11780 U.S. HIGHWAY 1 SUITE 600 PALM BEACH GARDENS, FL 33408 | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> VP & Chief Accounting Officer | <input type="checkbox"/> |

Signatures

| | |
|--|---------------------|
| Richard B. Vilsoet, Attorney-in-fact for Rebecca Brightly Roach | 08/27/2015 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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) Each restricted stock unit (RSU) represents a contingent right to acquire one (1) share of Dycom Industries, Inc. common stock, par value \$0.33 1/3 per share.
- (2) The RSU was granted on December 15, 2011 and vests in four substantially equal annual installments beginning December 14, 2012.
- (3) The RSU was granted on December 14, 2012 and vests in four substantially equal annual installments beginning December 14, 2013.
- (4) The RSU was granted on December 13, 2013 and vests in four substantially equal annual installments beginning December 14, 2014.
- (5) The RSU was granted on December 12, 2014 and vests in four substantially equal annual installments beginning December 14, 2015.

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.