

ENTERLINE LARRY L
Form 4
March 07, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ENTERLINE LARRY L

2. Issuer Name and Ticker or Trading Symbol
FOX FACTORY HOLDING CORP
[FOXF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O FOX FACTORY HOLDING CORP., 6634 HIGHWAY 53

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

(Street)
BRASELTON, GA 30517

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---------|---|------------------------------|
| | | | | Code | V | Amount | (A) or (D) Price | | | |
| Common Stock | 03/05/2019 | | S | | 300 | D | \$ 64.69 (1) | 95,335 | D | |
| Common Stock | 03/06/2019 | | S | | 44,700 | D | \$ 64.4133 (2) | 50,635 | D | |
| Common Stock | 03/06/2019 | | M | | 132,000 | A | \$ 5.16 | 214,159 | I | By Vulcan Holdings, Inc. (3) |
| Common Stock | 03/06/2019 | | S | | 132,000 | D | \$ | 82,159 | I | By |

| | | |
|-------|-----------------------|---------------------------|
| Stock | 63,8292 <u>(4)</u> | Vulcan Holdings, Inc. (3) |
|-------|-----------------------|---------------------------|

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

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.

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(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 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 Number Shares |
| Options to purchase Common Stock | \$ 5.16 | 03/06/2019 | | M | 132,000 | 06/15/2013 06/15/2022 | Common Stock | 132,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ENTERLINE LARRY L C/O FOX FACTORY HOLDING CORP. 6634 HIGHWAY 53 BRASELTON, GA 30517 | X | | Chief Executive Officer | |

Signatures

/s/ Larry Enterline, by David Haugen as attorney-in-fact

03/07/2019

**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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.67 (1) to \$64.70, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request by the SEC staff, the issuer, or any security holder of the issuer.

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- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.94
- (2) to \$64.915, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request by the SEC staff, the issuer, or any security holder of the issuer.
 - (3) Shares held by Vulcan Holdings, Inc., which is wholly-owned by the Reporting Person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.31
- (4) to \$64.29, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request by the SEC staff, the issuer, or any security holder of the issuer.

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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