Edgar Filing: MASONITE INTERNATIONAL CORP - Form 4

| Lugar i mių | g. MASONITE INTERNATIONAE OF | | | | | |
|---|---|---|--|--|--|--|
| MASONITE INTERNATIONAL CO Form 4 May 12, 2015 | RP | | | | | |
| FORM 4 UNITED STATES | | OMB APPROVAL | | | | |
| UNITED STATES | S SECURITIES AND EXCHANGE (Washington, D.C. 20549 | COMMISSION OMB Number: 3235-0287 | | | | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer subject to SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 1(b). Transaction SECURITIES SECURITIES Filed pursuant to Section 16(a) of the Investment Company Act of 1940 | | | | | | |
| (Print or Type Responses) | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Lynch Frederick J | 2. Issuer Name and Ticker or Trading Symbol MASONITE INTERNATIONAL CORP [DOOR] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Last) (First) (Middle) C/O MASONITE INTERNATIONAL CORPORATION, 201 N. FRANKLIN ST, SUITE 300 | 3. Date of Earliest Transaction (Month/Day/Year) 05/08/2015 | X Director 10% Owner X Officer (give title Other (specify below) Delow) President and CEO | | | | |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | |
| TAMPA, FL 33602 | | Form filed by More than One Reporting Person | | | | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities Acc | uired, Disposed of, or Beneficially Owned | | | | |
| (Instr. 3) any | on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8) (A) or Code V Amount (D) Price | 5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially(D) orBeneficialOwnedIndirect (I)OwnershipFollowing(Instr. 4)(Instr. 4)ReportedTransaction(s)(Instr. 3 and 4) | | | | |
| Shares 05/08/2015 | F $\frac{2,569}{(1)}$ D $\frac{$}{69.15}$ | 191,261 D | | | | |

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.

Edgar Filing: MASONITE INTERNATIONAL CORP - Form 4

 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) | 4. Transactio Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Unde Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|--|---|---------------------|--------------------|---------------|--|---|--|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|------------|---------------|-----------|-------------------|-------|--|--|
| | | | 10% Owner | Officer | Other | | |
| Lynch Frederick J C/O MASONITE INTERNATIONAL CO 201 N. FRANKLIN ST, SUITE 300 TAMPA, FL 33602 | PRPORATION | Х | | President and CEO | | | |
| Signatures | | | | | | | |
| /s/ Robert E. Lewis, as attorney-in-fact | 05/12/2015 | | | | | | |
| **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) Shares withheld by the Issuer to cover tax withholding obligations arising from the delivery of shares in connection with the settlement of vested Restricted Stock Units

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.