

# BEACON ROOFING SUPPLY INC

Reported by  
**ISABELLA PAUL**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/24/17 for the Period Ending 11/21/17

Address	505 HUNTMAR PARK DRIVE SUITE 300 HERNDON, VA, 20170
Telephone	571-323-3939
CIK	0001124941
Symbol	BECN
SIC Code	5030 - Wholesale-Lumber and Other Construction Materials
Industry	Construction Supplies & Fixtures
Sector	Consumer Cyclical
Fiscal Year	09/30

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>ISABELLA PAUL</b>  (Last) (First) (Middle)  <b>505 HUNTMAR PARK DRIVE, SUITE 300</b>  (Street)  <b>HERNDON, VA 20170</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>BEACON ROOFING SUPPLY INC [ BECN ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span> <b>President &amp; CEO</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>11/21/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value	11/21/2017		A		23537.00	A	\$0.00 (1)	136832.00	D	
Common Stock, \$0.01 par value	11/21/2017		F		11228.00	D	\$58.98	125604.00	D	
Common Stock, \$0.01 par value	11/21/2017		M		10999.00	A	\$0.00 (2)	136603.00	D	
Common Stock, \$0.01 par value	11/21/2017		F		4557.00	D	\$58.98	132046.00	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (RSUs)	(3)	11/21/2017		M		10999.00		(2)	(2)	Common Stock, \$0.01 par value	10999.00	\$0.00	0.00	D	
Restricted Stock Units (RSUs)	(3)	11/21/2017		A		35482.00		(4)	(4)	Common Stock, \$0.01 par value	35482.00	\$0.00	35482.00	D	

**Explanation of Responses:**

- (1) Represents shares issued upon settlement of restricted stock units (RSUs) on satisfaction of performance criteria.
- (2) On November 21, 2014, the reporting individual was granted restricted stock units which vested and settled on the third anniversary of the grant date.
- (3) Restricted stock units convert into common stock on a one for one basis.
- (4) Represents restricted stock units vested on satisfaction of performance criteria. These units are still subject to time based vesting and will settle on December 23, 2018.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>ISABELLA PAUL 505 HUNTMAR PARK DRIVE SUITE 300 HERNDON, VA 20170</b>	<b>X</b>		<b>President &amp; CEO</b>	

**Signatures**

/s/ Paul M. Isabella

11/22/2017

Signature of Reporting Person

Date

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

\* 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).

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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