Edgar Filing: Gips Donald H - Form 4

Gips Donald Form 4	Н									
April 03, 201										
FORM	UNITEDS	TATES SECUR Was	ITIES AI hington, 1			NGE	COMMISSION		9PROVAL 3235-0287	
if no longe subject to Section 16 Form 4 or Form 5	ck this box longer ect to ion 16. n 4 or n 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Estimated average purden hours per		
obligation may contin <i>See</i> Instruct 1(b).	nue. Section 17(a) of the Public Ut 30(h) of the In	•	•				n		
(Print or Type R	esponses)									
1. Name and Ac Gips Donald	ddress of Reporting P H	Symbol	Name and			-	5. Relationship of Issuer			
(Last)	(First) (M	-	Earliest Tra	-	. [=		(Chec	ck all applicable	e)	
1821 30TH S	STREET, UNIT A	(Month/D A 03/31/20	-				X_ Director Officer (give below)		b Owner er (specify	
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BOULDER,	CO 80301						Form filed by M Person	More than One Ro	eporting	
(City)	(State) (2	Zip) Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) c l of (D))	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	03/31/2018		Code V M	Amount 2,222	(D) A	Price (<u>1)</u>		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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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)	Code	5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date Und curities (Month/Day/Year) (Inst equired) or sposed of) istr. 3, 4,		Underlying S	7. Title and Amount of 4 Jnderlying Securities 1 Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock units	<u>(1)</u>	03/31/2018		М		2,222	(2)	(2)	Common Stock	2,222	\$

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
Gips Donald H 1821 30TH STREET, UNIT A BOULDER, CO 80301	Х						
Signatures							
/s/ Laura Littman, as attorney-in-fact		04/03/2018					
**Signature of Reporting Person		Date					
Explanation of Responses:							

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) Each Part C restricted stock unit converted into one share of Zayo Group Holdings, Inc. common stock.
- (2) On January 5, 2018 the reporting person was granted Part C restricted stock units, which vested in full on March 31, 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.