

Alarm.com Holdings, Inc.
Form 3
August 17, 2016

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)

| | | | | |
|--|---|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Gollinger Allan Jon | | (Month/Day/Year) | Alarm.com Holdings, Inc. [ALRM] | |
| (Last) | (First) | (Middle) | 08/15/2016 | |
| C/O ALARM.COM HOLDING, INC., Â 8281 GREENSBORO DRIVE SUITE 100 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner | | |
| | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | (give title below) (specify below) | | _X_ Form filed by One Reporting Person | |
| | Principal Accounting Officer | | ___ Form filed by More than One Reporting Person | |
| TYSON, Â VA Â 22108 | | | | |
| (City) | (State) | (Zip) | | |

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 | 12,635 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Stock Option (right to buy) | Â (2) | 12/10/2022 | Common Stock | 10,500 | \$ 2.95 | D | Â |
| Stock Option (right to buy) | Â (3) | 05/14/2025 | Common Stock | 4,800 | \$ 11.55 | D | Â |
| Stock Option (right to buy) | Â (4) | 02/14/2026 | Common Stock | 5,000 | \$ 15.02 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gollinger Allan Jon C/O ALARM.COM HOLDING, INC. 8281 GREENSBORO DRIVE SUITE 100 TYSON, VA 22108 | Â | Â | Â Principal Accounting Officer | Â |

Signatures

/s/ Daniel Ramos, Attorney-in-Fact 08/17/2016

__Signature of Reporting Person Date

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) 5,000 of these shares are subject to vesting and a repurchase option pursuant to a certain Early Exercise Notice and Restricted Stock Purchase Agreement between the Issuer and the Reporting Person dated February 14, 2014. 1,000 shares (20%) vested on December 23, 2014, and, the remaining 4,000 shares vest ratably on a monthly basis over the next four years, subject to the Reporting Person's continuous service through each vesting date. As of the date of event requiring this filing, 2,334 of these shares remain unvested.
- (2) This option vested with respect to 20% of the shares on December 11, 2013, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.
- (3) This option is immediately exercisable. However, the option vested with respect to 20% of the shares on May 15, 2016, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.
- (4) This option vests with respect to 20% of the shares on February 15, 2017, and with respect to the remaining shares, the option vests and becomes exercisable ratably on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.

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.