## Edgar Filing: INC Research Holdings, Inc. - Form 4

INC Research Form 4 June 09, 2015	h Holdings, Inc. 5										
FORM	1									PPROVAL	
_	UNITED	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 20(b) of the Investment Company Act of 1940							OMB Number:	urs per	
Check thi if no long subject to Section 10 Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	er <b>STATEN</b> 6. Filed pur inue. Section 17(								Expires: Estimated a burden hou response		
(Print or Type R	Responses)										
Norton David Y Symbol				uer Name <b>and</b> Ticker or Trading l Research Holdings, Inc. [INCR]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3			3. Date of Earliest Transaction					(Check an applicable)			
(Month/Da C/O INC RESEARCH HOLDINGS, 06/05/20 INC., 3201 BEECHLEAF COURT, SUITE 600				onth/Day/Year) /05/2015				X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street) 4. If A			4. If Amer	If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				ed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	<b>T</b> -11-	I N. D		· •			6 D 6		
		-					ties Ac	quired, Disposed o		-	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesHBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	06/05/2015			А	1,338 (1)	A	\$0	2,064	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)

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. Transactic Code (Instr. 8)	5. Number onof 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)		8. De Se (It
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy Class A Common Stock)	\$ 37.38	06/05/2015		A	2,675	(2)	06/05/2025	Class A Common Stock	2,675	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Norton David Y C/O INC RESEARCH HOLDINGS, INC. 3201 BEECHLEAF COURT, SUITE 600 RALEIGH, NC 27604	Х						
Signatures							
/s/ Donald R. Reynolds, Attorney-in-Fact	06/09/	2015					
**Signature of Reporting Person	Dat	e					
<b>Explanation of Response</b>	es:						

- \* 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) Represents an award of restricted stock units which vests in three equal annual installments of 33 1/3% beginning on June 5, 2016, subject to continued service on the Issuer's Board of Directors.
- (2) The shares subject to this option vest in three equal annual installments of 33 1/3% beginning on June 5, 2016, subject to continued service on the Issuer's Board of Directors.

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.