

Milacron Holdings Corp.
Form 4
February 07, 2017

FORM 4

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

OMB APPROVAL

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Her Majesty the Queen in Right of the Province of Alberta as represented by Alberta Investment Management Corp

(Last) (First) (Middle)

1100-10830 JASPER AVENUE

(Street)

EDMONTON, A0 T5J2B3

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Milacron Holdings Corp. [MCRN]

3. Date of Earliest Transaction (Month/Day/Year)

02/06/2017

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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)
Common Stock	02/06/2017		J ⁽¹⁾	1,883,884 D	\$ 6,088,615	I	See Footnote <u>(2)</u>

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

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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)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Her Majesty the Queen in Right of the Province of Alberta as represented by Alberta Investment Management Corp 1100-10830 JASPER AVENUE EDMONTON, A0 T5J2B3		X		

Signatures

/s/ James Ridout 02/07/2017

__Signature of Date
Reporting Person

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).
- Sold in connection with the registered, underwritten public offering by selling stockholders of shares of Common Stock of Milacron Holdings Corp. (the "Issuer"), which closed on February 6, 2017. For more information, see the Issuer's final prospectus filed pursuant to Rule 424(b)(4) on February 1, 2017.
- (1) The securities are held directly by PE12GVPE (Talon) Ltd. (886,556 shares sold in the offering, and 2,865,302 shares following the offering) and PE12PXPE (Talon) Ltd. (997,328 shares sold in the offering, and 3,223,313 shares following the offering). Alberta Investment Management Corporation ("AIMCo") may be deemed to have voting and investment power with respect to shares held by PE12GVPE (Talon) Ltd. and PE12PXPE (Talon) Ltd. AIMCo disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of the Issuer's shares reported herein in which AIMCo has no actual pecuniary interest.
- (2)

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.