#### BEACON ROOFING SUPPLY INC

Form 4

November 26, 2013

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

10% Owner

Other (specify

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations

may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Last)

(City)

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Montgomery Jeanine

2. Issuer Name and Ticker or Trading Symbol

BEACON ROOFING SUPPLY INC

[BECN]

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

11/22/2013

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

505 HUNTMAR PARK

DRIVE, SUITE 300 (Street)

(State)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

below) VP & Chief Accounting Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X\_ Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

HERNDON, VA 20170

1. Title of 2. Transaction Date 2A. Deemed Security

(Middle)

(Zip)

(Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

(Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 Conversion

3. Transaction Date 3A. Deemed

5. Number

6. Date Exercisable and (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date

7. Title and Amount of Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	of	Month/Day/Year	)	(Instr. 3 and 4	)
				Code V	(A) (	(D) D	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Stock Options (right to buy)	\$ 36.19	11/22/2013		A	1,412	1	1/22/2014(1)	11/22/2023	Commont Stock, \$.01 par value	1,41
Restricted Stock Units (RSU)	(2)	11/22/2013		A	328		(3)	<u>(3)</u>	Common Stock, \$.01 par value	328

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
. 3	Director	10% Owner	Officer	Other				
Montgomery Jeanine 505 HUNTMAR PARK DRIVE SUITE 300 HERNDON VA 20170			VP & Chief Accounting Officer					

### **Signatures**

Jeanine J.

Montgomery

\*\*Signature of Reporting Person

Date

# **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) The stock option is scheduled to vest in three equal annual installments beginning on the first anniversary of the grant date.
- (2) Each restricted stock unit represents a contingent right to receive one share of BECN common stock.
- (3) The restricted stock units are scheduled to vest on the third anniversary of the grant 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.

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