BlueLinx Holdings Inc.

Form 4 June 02, 2016

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer

January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Wasson Mark L.

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

BlueLinx Holdings Inc. [BXC]

(Check all applicable)

(First) (Middle) (Last)

(Street)

4300 WILDWOOD PARKWAY

3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner X_ Officer (give title Other (specify

6. Individual or Joint/Group Filing(Check

05/31/2016

below) below)

VP, Sourcing/Product Mgmt

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ATLANTA, GA 30339

(City) (State) (Zip)

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

TransactionAcquired (A) or Code (Month/Day/Year) (Instr. 8)

3.

4. Securities Disposed of (D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

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

Beneficial Ownership (Instr. 4)

(9-02)

(A) or

Transaction(s) (Instr. 3 and 4)

Common

Stock

Code V Amount (D) Price

212,919 (1) D

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 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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A	Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	on Derivative	Expiration Date		Underlying S	Securi
Security	or Exercise		any	Code	Securities	(Month/Day/Year	;)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
	Derivative				Disposed of (D)				
	Security				(Instr. 3, 4, and				
					5)				
						Date Exercisable	Expiration	Title	Amo
				Code V	(A) (D)		Date		Shar
Stock								Common	
Appreciation Rights	\$ 0.7	05/31/2016		A	280,000	07/16/2018(2)	(2)	Stock	280

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wasson Mark L. 4300 WILDWOOD PARKWAY ATLANTA, GA 30339

VP, Sourcing/Product Mgmt

Signatures

/s/ Emilie McLaughlin, Attorney-in-Fact

06/01/2016

**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) Certain of these shares of common stock are subject to vesting based upon the passage of time.
- Vested stock appreciation rights shall be automatically exercised on the vesting date, with payment made in two installments as follows: (i) 50% payable within thirty days of the vesting date and (ii) 50% payable in 2019, no later than August 15, 2019.

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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