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

INC Researc Form 4 June 09, 201	h Holdings, Inc.										
FORM								-	OMB APPROVAL		
	UNITED	Washington, D.C. 20549							3235-0287		
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru	6. Filed pur Section 17(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					burden hou response	ated average n hours per			
1(b). (Print or Type F	Responses)										
1. Name and Address of Reporting Person *2. IssuerHarwood Charles C JrSymbol				er Name and Ticker or Trading esearch Holdings, Inc. [INCR]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O INC RE INC., 3201 SUITE 600	Pate of Earliest Transaction onth/Day/Year) 05/2015				Officer (give title Other (specify below)						
	(Street)) 4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
RALEIGH,	NC 27604						Form filed by I Person	More than One R	eporting		
(City)	(State)	(Zip) Ta	ble I - Non-E	Derivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if			CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesHBeneficially(OwnedH	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Class A Common Stock	06/05/2015		Code V A	7 Amount 1,700 (1)	(A) or (D) A	Price \$ 0	Transaction(s) (Instr. 3 and 4) 15,310	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. Transacti 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		А	3,401	(2)	06/05/2025	Class A Common Stock	3,401	

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Harwood Charles C Jr C/O INC RESEARCH HOLDINGS, INC. 3201 BEECHLEAF COURT, SUITE 600 RALEIGH, NC 27604	Х						
Signatures							
/s/ Christopher L. Gaenzle, Attorney-in-Fact	06/09/2015						
**Signature of Reporting Person		Date					
Explanation of Response	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.

Remarks:

The director received the annual grant of \$100,000 plus an additional \$27,123 to cover the period from the originally planned

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.