SEC Form 4
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Instruction 1(b)

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	STATEMENT OF CHA
Instruction 1(b)	Filed nursuant to Sect

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

tion 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Armes Joseph B</u> (Last) (First) (Middle) 5420 LYNDON B JOHNSON FWY STE, 500		2. Issuer Name and Ticker or Trading Symbol <u>CSW INDUSTRIALS, INC.</u> [ CSWI ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
		3. Date of Earliest Transaction (Month/Day/Year)   04/15/2021	- x	Officer (give title below) Chairman, Presid	Other (specify below) ent & CEO			
(Street) DALLAS TX (City) (State)	75240-1007 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indir Line) X	vidual or Joint/Group Filir Form filed by One Rep Form filed by More tha Person	porting 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. Transa Code ( 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	04/15/2021		<b>S</b> <sup>(1)</sup>		100	D	\$136.49	58,385	D	
Common Stock	04/15/2021		<b>S</b> <sup>(1)</sup>		600	D	\$137.83(2)	57,785	D	
Common Stock	04/15/2021		<b>S</b> <sup>(1)</sup>		1,300	D	\$139.14 <sup>(3)</sup>	56,485	D	
Common Stock								9,502	Ι	JBA Family Partners, L.P.

## 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. Transa Code 8)		of Deriv Secu Acqu (A) o Dispe of (D	posed (D) str. 3, 4		of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$25.23							12/30/2015	08/28/2024	Common Stock	63,413		63,413	D	
Performance Rights	(4)							(4)	(4)	Common Stock	31,860		31,860	D	

Explanation of Responses:

1. The transaction reported was effected pursuant to a 10b5-1 trading plan established by the reporting person on August 15, 2019.

2. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$137.30 to \$138.30, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

3. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$138.67 to \$139.37, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

4. Each performance right represents a contingent right to receive one share of the issuer's common stock at vesting. The performance rights vest at a rate between 0% and 200% during a three-year performance cycle ending on each of March 31, 2022, 2023 and 2024 based on the issuer's relative total shareholder return in comparison to the total shareholder return performance among the Russell 2000 Index over the performance cycle. The performance rights may be settled, at the issuer's discretion, in cash or shares of common stock.

Remarks:

/s/Luke E. Alverson, Attorney 04/16/2021 in Fact

\*\* Signature of Reporting Person Date

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

 $\ast$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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