FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

## Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

hours per response: 0.5

Name and Address of Reporting Person*     Branning Greggory W				2. Issuer Name and Ticker or Trading Symbol CSW INDUSTRIALS, INC. [ CSWI ]								elationship o ck all applic Directo	able)	g Pers	on(s) to Iss				
(Last) (First) (Middle) 5420 LYNDON B JOHNSON FWY			3. Date of Earliest Transaction (Month/Day/Year) 04/03/2019							_ >	Officer below)	pecify							
STE. 500					4. If /	Amen	dment, C	Date of	f Original	Filed	(Month/Da	y/Year)		6. In		oint/Group	Filing	(Check App	olicable
(Street) DALLAS	TX	7	5240-1007	7										) ×	Form fi	led by More		orting Person One Repor	- 1
(City)	(Sta	te) (Z	Zip)												Person				
		Tabl	e I - Non-	-Deriva	ative	Sec	urities	Acc	quired,	Dis	posed o	f, or Be	enef	icially	/ Owned				
1. Title of Security (Instr. 3)  2. Transa Date (Month/D				Execution Date,		Code (	Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)				5. Amour Securitie Beneficia Owned F	es Form ally (D) o Following (I) (Ir		: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership				
									v	Amount	(A) (D)	or F	Price	Reported Transacti (Instr. 3 a	tion(s)			Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	n Date, Transact Code (In:			ion of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)		Owr Forr Bly Dire or Ir (I) (II	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	or Nu of	nount imber ares					
Performance Rights	(1)	04/03/2019			A		4,510		(1)		(1)	Common	<sup>1</sup> 4,	,510	\$0	20,435	5	D	

## **Explanation of Responses:**

1. 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 beginning on April 1, 2019 and ending on March 31, 2022 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 in Fact

04/03/2019

\*\* Signature of Reporting Person

Date

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

- \* 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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