

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 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>Hutz David</u>  (Last) (First) (Middle) C/O ALARM.COM HOLDINGS, INC. 8281 GREENSBORO DRIVE SUITE 100  (Street) TYSONS VA 22102  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Alarm.com Holdings, Inc. [ ALRM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Systems Architect</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/07/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	06/07/2018		M		4,500	A	\$1.2	97,022	D	
Common Stock	06/07/2018		M		9,664	A	\$3.89	106,686	D	
Common Stock	06/07/2018		M		21,000	A	\$4	127,686	D	
Common Stock	06/07/2018		S		35,164	D	\$45.35 <sup>(1)</sup>	92,522	D	

**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. Transaction Code (Instr. 8)		5. Number of 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 Securities Underlying Derivative Security (Instr. 3 and 4)	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
Employee Stock Option (Right to Buy)	\$1.2	06/07/2018		M			4,500	(2)	09/26/2021	Common Stock	4,500	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$3.89	06/07/2018		M			9,664	(2)	07/11/2022	Common Stock	9,664	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$4	06/07/2018		M			21,000	(3)	12/23/2023	Common Stock	21,000	\$0.00	3,500	D	

**Explanation of Responses:**

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.17 - \$45.58, 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 set forth in footnote (1) to this Form 4.
- Fully vested.
- The option vested with respect to 20% of the shares on December 23, 2014 and, with respect to 1/48th of the remaining shares, on the first day of each month thereafter over the following four years, subject to the Reporting Person's continuous service through each vesting date.

**Remarks:**

/s/ Daniel Ramos, Attorney-in-Fact 06/11/2018

\*\* 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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