

Grant Declan O.
Form 3
December 11, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Grant Declan O.

(Last) (First) (Middle)

C/O WESCO AIRCRAFT
HOLDINGS, INC., Â 24911
AVENUE STANFORD

(Street)

VALENCIA, Â CA Â 91355

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/07/2017

3. Issuer Name **and** Ticker or Trading Symbol
Wesco Aircraft Holdings, Inc [WAIR]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer ___ Other
(give title below) (specify below)
EVP, Global Strategic Sales

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

63,590

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock	12,762	\$ (2)	D	Â
Employee Stock Options (right to buy)	Â (3)	10/01/2027	Common Stock	17,434	\$ 9.55	D	Â
Employee Stock Options (right to buy)	Â (4)	10/02/2026	Common Stock	11,230	\$ 13.5	D	Â
Employee Stock Options (right to buy)	Â (5)	10/01/2025	Common Stock	10,797	\$ 12.06	D	Â
Employee Stock Options (right to buy)	09/30/2017	10/01/2024	Common Stock	16,800	\$ 16.76	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grant Declan O. C/O WESCO AIRCRAFT HOLDINGS, INC. 24911 AVENUE STANFORD VALENCIA,Â CAÂ 91355	Â	Â	Â EVP, Global Strategic Sales	Â

Signatures

/s/ John G. Holland, as
Attorney-in-Fact

12/11/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These restricted stock units vest in three equal installments on September 30, 2018, 2019 and 2020.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (3) These options vest in three equal installments on September 30, 2018, 2019 and 2020.
- (4) 3,743 of these options have vested. The remaining options vest in two equal installments on September 30, 2018 and 2019.
- (5) 7,198 of these options have vested. The remaining options vest on September 30, 2018.

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Remarks:

ExhibitÂ ListÂ ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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