COHEN BRETT I

Form 4

December 12, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Add COHEN BRE	*	ing Person *	Issuer Name and Ticker or Trading Symbol Civitas Solutions, Inc. [CIVI]	5. Relationship of Reporting Person(s) to Issuer			
(T) (T:) (M:141-)		(MGddla)	, ,	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
313 CONGRE	ESS STREE	Т	(Month/Day/Year) 12/06/2017	Director 10% OwnerX_ Officer (give title Other (specify below) Chief Operating Officer			
(Street) BOSTON, MA 02210			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			

(City)	(State)	Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)				quired of (D)	5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I)	Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	12/06/2017		F(1)	1,448	D	\$ 18.95	30,557	D	
Common Stock	12/08/2017		A	12,007 (2)	A	\$0	42,564	D	

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

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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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 19	12/08/2017		A	16,459	(3)	12/08/2027	Common Stock	16,459

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COHEN BRETT I 313 CONGRESS STREET BOSTON, MA 02210

Chief Operating Officer

Signatures

/s/ Gina L. Martin, by power of attorney

12/12/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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) These sales were withheld by the Company to cover the payment of taxes incurred by the reporting person as a result of partial vesting of restricted stock units granted on December 9, 2016.
- Represents restricted stock units issued to the reporting person. The restricted stock units are subject to the terms and conditions of (2) Civitas Solutions, Inc. 2014 Omnibus Plan, and vest in three equal annual increments over a three-year period, with the first vesting date on December 8, 2018.
- (3) The stock options are subject to the terms and conditions of the Civitas Solutions, Inc. 2014 Omnibus Incentive Plan, and vest in three equal annual increments over a three-year period, with the first vesting date on December 8, 2018.

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.

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