Heritage-Crystal Clean, Inc.

Form 3

March 11, 2008

# FORM 3

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

**OMB APPROVAL** 

**OMB** 3235-0104 Number:

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

Estimated average burden hours per

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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

À BRUCKMANN BRUCE

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/11/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Heritage-Crystal Clean, Inc. [HCCI]

> 4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

\_X\_ 10% Owner \_X\_ Director Officer Other

6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line)

(Instr. 5)

\_X\_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

**BOULEVARD, SUITE 375** (Street)

C/O HERITAGE CRYSTAL

CLEAN, INC., Â 2175 POINT

ELGIN, ILÂ 30123

Table I - Non-Derivative Securities Beneficially Owned

(State) (Zip)

1. Title of Security (Instr. 4)

(City)

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

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock 953,345 Ι See Footnote (1)

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

SEC 1473 (7-02)

4.

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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)

**Expiration Date** (Month/Day/Year)

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

5. Ownership Conversion or Exercise Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Price of Derivative Security:

1

#### Edgar Filing: Heritage-Crystal Clean, Inc. - Form 3

Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

BRUCKMANN BRUCE C/O HERITAGE CRYSTAL CLEAN, INC. 2175 POINT BOULEVARD, SUITE 375 ELGIN, ILÂ 30123

X Â X Â Â

## **Signatures**

/s/ Samuel C. Schlessinger,
Attorney-in-Fact
03/11/2008

\*\*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).

Bruckmann, Rosser, Sherrill & Co., LLC, or BRSE LLC, is the general partner of Bruckmann, Rosser, Sherrill & Co. II, L.P., or BRS.

Mr. Bruckmann may be deemed to share beneficial ownership of the shares held by BRS by virtue of his status as a member and manager of BRSE LLC. Mr. Bruckmann expressly disclaims beneficial ownership of any shares held by BRS that exceed his pecuniary interest therein

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.

Reporting Owners 2