FMSA HOLDINGS INC

Form 3

October 02, 2014

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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 Ad Person * Conway V	·	oorting	2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol FMSA HOLDINGS INC [FMSA]			
(Last)	(First)	(Middle)	10/02/2014		4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)
32400 FAIRMOUNT BLVD. (Street) PEPPER PIKE, OH 44124					(Check all applicable) _X_ Director 10% Owner Officer Other (give title below) (specify below)			6. Individual or Joint/Group Filing(Check 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 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)	
Class A Common Stock (1)				204,000		I	See Footnote (2)	
Class A Common Stock (1)				451,350		I	See Footnote (3)	
Class A Common Stock (1)				112,200		I	See Footnote (4)	
Class B Common Stock (1)				0		D	Â	
Class A Com	mon Stocl	ζ <u>(1)</u>		0		I	See	Footnote (5)
Reminder: Report on a separate line for each class of securities benefici owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displacements and contained in the contained in the contained in this form are not required to respond unless the form displacements.						SEC 1473 (7-0	2)	

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

currently valid OMB control number.

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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)

Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

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

Expiration Date

Exercisable Date

Amount or Title Number of

Shares

or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Conway William E.

ÂX 32400 FAIRMOUNT BLVD. PEPPER PIKE, Â OHÂ 44124

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Signatures

/s/ William E. Conway by David J. Crandall

10/02/2014

**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).
- Upon the closing of the issuer's initial public offering, the issuer's Class A Common Stock and Class B Common Stock will **(1)** automatically convert into Common Shares of the issuer on a 1-for-1 basis.
- Spouse of Mary F. Conway, Trustee under the Mary F. Conway Declaration of Trust dated December 13, 1980, as modified. As the **(2)** spouse of the trustee, Mr. Conway is deemed to have voting and investment power over these shares.
- William E. Conway, Trustee of the Under Trust Agreement dated March 10, 1992. Given Mr. Conway's position as trustee under the (3)Conway UTA, Mr. Conway is deemed to have voting and investment power over these shares.
- The Sand Fair Foundation. As president, Mr. Conway is deemed to have voting and investment powers over these shares. **(4)**
- Mr. Conway, through his ownership of ASP FML Holdings, LLC, has an indirect economic relationship in 373,141 shares. Mr. Conway **(5)** disclaims beneficial ownership of shares held by ASP FML Holdings, except to the extent of his pecuniary interests therein.

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Remarks:

This Form 3 is being filed in connection with the effectiveness of the Registration Statement on F 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