

Intrawest Resorts Holdings, Inc.

Form 4/A

July 02, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LONG CARL**

(Last) (First) (Middle)

**C/O INTRAWEST RESORTS  
HOLDINGS, INC., 1621 18TH ST.,  
#300**

(Street)

**DENVER, CO 80202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**Intrawest Resorts Holdings, Inc.  
[SNOW]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/30/2015**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**06/30/2015**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**SVP, Chief Acc Off & Corp Cont**

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                        |                                                                                                                    |                                                                      |                                         |
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             |                                                                      | Price                                   |
| Common<br>Stock                       | 06/30/2015                              |                                                             | M                                    |                                                                         | 8,325                                                                                                              | A                                                                    | \$ 0 <sup>(1)</sup>                     |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 10,325                                  |
| Common<br>Stock                       | 06/30/2015                              |                                                             | F                                    |                                                                         | 2,624                                                                                                              | D                                                                    | \$<br>11.69                             |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 7,701                                   |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

# Edgar Filing: Intrawest Resorts Holdings, Inc. - Form 4/A

**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 Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Restricted Stock Units                     | (2)                                                    | 06/30/2015                           |                                                    | M                              | 8,325                                                                                   | (3) (3)                                                  | Common Stock                                                  | 8,325                                                       |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships                                                      |
|----------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| LONG CARL<br>C/O INTRAWEST RESORTS HOLDINGS, INC.<br>1621 18TH ST., #300<br>DENVER, CO 80202 | Director 10% Owner Officer Other<br>SVP, Chief Acc Off & Corp Cont |

## Signatures

/s/ Julie Bodden, Attorney-in-Fact for Carl Long  
07/02/2015  
\_\_\_\_\_  
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) The exercise price is valued based on the closing price of the issuer's common stock on the day before the vesting date.
- (2) The restricted stock units convert into common stock of Intrawest Resorts Holdings, Inc. on a one-for-one basis.
- (3) On June 30, 2014, the reporting person was granted 25,000 restricted stock units, 33.3% of which restricted stock units vested on the first anniversary of the date of grant, 33.3% of which restricted stock units will vest on the second anniversary of the date of grant, and 33.4% of which restricted stock units will vest on the third anniversary of the date of grant, subject to the reporting person's continued employment through the specified vesting date.
- (4) Consists of restricted stock units granted under the Intrawest Resorts Holdings, Inc. 2014 Omnibus Incentive Plan. Upon vesting, the reporting person will receive, at the issuer's option, either one share of common stock for each vested restricted stock unit or the amount of cash equal to the fair market value of one share of common stock, valued based on the closing price of the issuer's common stock on the day before the vesting date.

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.