

Bell Michael Adam
Form 3
August 03, 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Bell Michael Adam</p> <p>(Last) (First) (Middle)</p> <p>C/O INC RESEARCH HOLDINGS, INC., Â 3201 BEECHLEAF COURT, SUITE 600</p> <p>(Street)</p> <p>RALEIGH, Â NC Â 27604</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/01/2017</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>INC Research Holdings, Inc. [INCR]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Exec Chair & Pres, Comm Div</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	126,138 ⁽¹⁾	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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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title				
Stock Option (Right to Buy Class A Common Stock)	08/01/2017	11/15/2026	Class A Common Stock, par value \$0.01 per share	321,736 <u>(2)</u>	\$ 28.63	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bell Michael Adam C/O INC RESEARCH HOLDINGS, INC. 3201 BEECHLEAF COURT, SUITE 600 RALEIGH, NC 27604	Â X	Â	Â Exec Chair & Pres, Comm Div	Â

Signatures

/s/ Christopher L. Gaenzle,
Attorney-in-Fact

08/03/2017

__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).

Reflects Class A Common Stock, par value \$0.01 ("Common Stock"), of INC Research Holdings, Inc. (the "Issuer") received at the effective time of the merger (the "Merger") of Double Eagle Parent, Inc. ("Double Eagle") with and into the Issuer pursuant to the (1) Agreement and Plan of Merger, dated as of May 10, 2017 (the "Merger Agreement"), by and between Double Eagle and the Issuer, in connection with the Reporting Person's ownership prior to the Merger of common stock of Double Eagle and restricted stock units of Double Eagle (which were converted to Common Stock pursuant to the terms of the Merger Agreement).

Represents options to purchase Common Shares, which were converted from options held by the reporting person immediately preceding (2) the Merger and previously exercisable on a one-to-one basis for shares of Double Eagle common stock, based upon a conversion formula tied to the Per Share Consideration pursuant to the Merger Agreement.

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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