SEC Form 4

Common Stock

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL						
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CCMP Capital

Ι

Ι

Investors III

(AV-10), L.P.⁽¹⁾⁽³⁾ Quartz Co-

Invest L.P.⁽²⁾⁽³⁾

				or	Section 30(h) of the	Investm	ent Co	ompany Act of 19	940							
1. Name and Addre	ss of Reporting Person al, <u>LP</u>	*			er Name and Ticke vyst Inc. [ECV		ding S	ymbol			elationship of Reporting ck all applicable)	,				
(Last) (First) (Middle)					e of Earliest Transa 7/2022	ction (Mo	onth/D	ay/Year)		Director X 10% Owner Officer (give title Other (specify below) below)						
C/O CCMP CAPITAL ADVISORS, LP 1 ROCKEFELLER PLAZA, 16TH FLOOR				4. If Amendment, Date of Original Filed (Month/Day/Year)							 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person 					
(Street) NEW YORK	NY	10020									X Form filed by More than One Reporting Person					
(City)	(State)	(Zip)														
		Table I -	Non-Deriv	vative	Securities Ac	quire	d, Di	sposed of, c	or Bene	ficially O	wned					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Ad Disposed Of (D			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock			11/17/2	2022		s		9,539,428	D	\$7.8788	5,446,572	I	By CCMP Capital Investors III, L.P. ⁽¹⁾⁽³⁾			
Common Stock			11/17/2	2022		s		966,918	D	\$7.8788	552,064	I	By CCMP Capital Investors III (Employee), L.P. ⁽¹⁾⁽³⁾			
Common Stock			11/17/2	2022		s		2,908,370	D	\$7.8788	1,660,544	I	CCMP Capital Investors III (AV-7), L.P. ⁽¹⁾⁽³⁾			
Common Stock			11/17/2	2022		S		164,543	D	\$7.8788	93,947	I	CCMP Capital Investors III (AV-8), L.P. ⁽¹⁾⁽³⁾			
Common Stock			11/17/2	2022		s		3,289,453	D	\$7.8788	1,878,125	I	CCMP Capital Investors III (AV-9), L.P. ⁽¹⁾⁽³⁾			

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

s

S

215,530

3,040,758

\$7.8788

\$7.8788

D

D

123,059

1,736,133

11/17/2022

11/17/2022

 1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	

1. Name and Address	s of Reporting Person *	
CCMP Capita		
(I +)	(5:	(14)-1-1-1
(Last)	(First)	(Middle)
	ITAL ADVISORS, LP	_
1 ROCKEFELLE	ER PLAZA, 16TH FLOOI	ζ.
(Street)		
NEW YORK	NY	10020
(City)	(State)	(Zip)
1. Name and Address	s of Reporting Person [*]	
Quartz Co-Inv	vest, L.P.	
(Last)	(First)	(Middle)
. ,	ITAL ADVISORS, LP	(Midule)
	· · · · · · · · · · · · · · · · · · ·	
	ER PLAZA, 16TH FLOOI	X
(Street)		
NEW YORK	NY	10020
(City)	(State)	(Zip)
1. Name and Address	s of Reporting Person [*]	
CCMP Co-Inv	vest III A GP, LLC	
(Last)	(First)	(Middle)
. ,	ITAL ADVISORS, LP	
	ER PLAZA, 16TH FLOOI	R
(Street)		
NEW YORK	NY	10020
(City)	(State)	(Zip)

Explanation of Responses:

1. CCMP Capital Associates III, L.P. ("CCMP Capital Associates") is the general partner of each of CCMP Capital Investors III, L.P. ("CCMP Capital Investors"), CCMP Capital Investors III (Employee), L.P. ("CCMP Employee"), CCMP Capital Investors III (AV-7), L.P. ("CCMP AV-7"), CCMP Capital Investors III (AV-8), L.P. ("CCMP AV-8"), CCMP Capital Investors III (AV-9), L.P. ("CCMP AV-9") and CCMP Capital Investors III (AV-10), L.P. ("CCMP AV-10") and CCMP Capital Investors, CCMP Employee, CCMP AV-7, CCMP AV-8 and CCMP AV-9, the "CCMP Capital Funds"). The general partner of CCMP Capital Associates is CCMP Capital Associates III GP, LLC ("CCMP Capital Associates GP").

2. CCMP Co-Invest III A GP, LLC ("CCMP Co-Invest GP") is the general partner of Quartz Co-Invest, L.P. ("Quartz" and, together with the CCMP Capital Funds, the "CCMP Investors").

3. CCMP Capital Associates GP and CCMP Co-Invest GP are each wholly owned by CCMP Capital, LP. The general partner of CCMP Capital, LP is CCMP Capital GP, LLC. CCMP Capital GP, LLC ultimately exercises voting and dispositive power over the shares of common stock of Ecovyst Inc. held by the CCMP Investors. As a result, each of CCMP Capital Associates, CCMP Capital Associates GP, CCMP Capital, LP and CCMP Capital GP, LLC may be deemed to share beneficial ownership with respect to certain of the shares of common stock of Ecovyst Inc. held by the CCMP Investors. Each of the reporting persons disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Remarks:

Form 2 of 2.

QUARTZ CO-INVEST L.P., By:	
CCMP Co-Invest III A GP, LLC,	
its general partner, By: /s/ Mark	11/17/2022
McFadden, Title: Managing	
Partner	
CCMP CO-INVEST III A GP,	
LLC, By: /s/ Mark McFadden,	11/17/2022
Title: Managing Partner	
** Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.