

GCP Applied Technologies Inc.
Form 3
January 15, 2016

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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â W R GRACE & CO		(Month/Day/Year)	GCP Applied Technologies Inc. [GCP]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
7500 GRACE DRIVE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
COLUMBIA,Â MDÂ 21044			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
6. Individual or Joint/Group Filing(Check Applicable Line)				
<input checked="" type="checkbox"/> Form filed by One Reporting Person				
<input type="checkbox"/> Form filed by More than One Reporting Person				

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)
Common Stock, par value \$0.01 per share	100 <u>(1)</u> <u>(2)</u>	D	Â

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

SEC 1473 (7-02)

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 control number.

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

Shares (I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
W R GRACE & CO 7500 GRACE DRIVE COLUMBIA, MD 21044	^	^ X	^	^

Signatures

/s/ Mark A. 01/15/2016
Shelnitz

**Signature of Date
Reporting Person

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).
- This Form 3 is being filed in connection with the U.S. SEC's declaration of effectiveness of the Registration Statement on Form 10 of
- (1) GCP Applied Technologies Inc. ("GCP"), which describes the planned separation of GCP from W. R. Grace & Co. ("Grace"). The 100 shares of GCP's Common Stock reported hereunder are held of record by a direct wholly owned subsidiary of Grace.

Pursuant to an amendment to GCP's Certificate of Incorporation to become effective prior to said separation, effective as of the close of business on the date set by resolution of the Board of Directors of Grace as the record date for distribution of shares of GCP's Common Stock to holders of shares of Grace's common stock (such time, the "Effective Time"), the 100 shares of GCP's Common Stock shall,
 - (2) automatically by operation of law and without any further action of the part of GCP, Grace or said subsidiary, be subdivided and converted into a number of shares of validly issued, fully paid and non-assessable shares of GCP's Common Stock equal to the number of shares of common stock, par value \$0.01 per share, of Grace, issued and outstanding as of the Effective Time.

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.