

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

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Is	2. Issuer Name <b>and</b> Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Smolik Samı	ıel L.				Ax	alta	a Coat	ing Sy	stem	s Lt	td. [ A)	XTA]		,		00/ 0		
(Last) (First) (Middle)				3. Г	3. Date of Earliest Transaction (MM/DD/YYYY)							X _ Directo	X _ Director10% Owner  Officer (give title below) Other (specify below)					
TWO COMMERCE SQUARE, 2001						2/21/2018									, <u> </u>	(1)	,	
MARKET S'	TREET	SUITE 3	600															
	(Stre	et)			4. I	f An	nendmer	nt, Date	Origin	al Fi	led (MM/	DD/YYYY	6. Individua	or Joint/G	roup Filing	Check Appl	icable Line)	
PHILADELPHIA, PA 19103 (City) (State) (Zip)														X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
		,	Table I	- Non	n-Deri	ivati	ive Secu	rities A	cquire	ed, D	isposed	of, or Be	eneficially Ow	ned				
1. Title of Security (Instr. 3)  2. Trans. Definition of the Control of the Contr				]			3. Trans. Code (Instr. 8)		or Disposed of (D)			ollowing Reported Transaction(s) (instr. 3 and 4)				Beneficial Ownership		
								Code	v	Amo	unt (A) (D)					(I) (Instr. 4)	(Instr. 4)	
	Tabl	le II - Deri	vative S	Securi	ities B	Bene	ficially (	Owned (	( e.g. ,	puts	s, calls, v	varrants	, options, conv	ertible sec	urities)			
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deer Execution Date, if a			Derivative		Acquired posed of		ate Exercisable and iration Date			Underlying Security		9. Number of derivative Securities Beneficially Owned Following	Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V	(A)	(D)	Date Exerci		Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)		
Restricted Stock Unit	<u>(1)</u>	2/21/2018			A		6391		<u>(2</u>	2)	<u>(2)</u>	Commo Shares	n 6391	\$0.00	6391	D		

### **Explanation of Responses:**

- (1) Each restricted stock unit represents a contingent right to receive one common share of Axalta Coating Systems Ltd.
- (2) This restricted stock unit grant vests in full on the first anniversary of the grant date.

### **Reporting Owners**

reporting o where							
Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	ships or Officer Oth	Other			
Smolik Samuel L.							
TWO COMMERCE SQUARE	X						
2001 MARKET STREET SUITE 3600	Λ						
PHILADELPHIA, PA 19103							

#### **Signatures**

/s/ Jared T. Zane, attorney-in-fact 2/23/2018
\*\*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 control number.