## 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 or Section 30(h) of the Investment Company Act of 1940

	OMB APPROVAL										
	OMB Number:	3235-0287									
l	Estimated average burden										
l	hours per response:	0.5									

	dress of Reporting F		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MYR GROUP INC.</u> [MYRG]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>IIaitwick I</u>	<u>xemieur miche</u>	<u>1C1</u>		X	Director	10% Owner					
(Last) 5100 NO 14	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/04/2019		Officer (give title below)	Other (specify below)					
5100 100 14											
			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable ne)							
(Street) MILTON	A6	L9T 2Y1		X	Form filed by One Reporting Person						
	110				Form filed by More than One Reporting Person						
(City)	(State)	(Zip)			P erson						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Date, Transac Code (In		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	05/04/2019		М		746 <sup>(1)</sup>	Α	(1)	11,089	D	

 
 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)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	Expiration Date (Month/Day/Year) irred 3, 4		Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
RESTRICTED STOCK UNIT	(1)	05/04/2019		М			746	05/04/2019 <sup>(1)</sup>	05/04/2019 <sup>(1)</sup>	Common Stock	746	\$0	746	D	

Explanation of Responses:

1. These Restricted Stock Units, which were awarded on May 4, 2017, pursuant to the Issuer's 2017 Long-Term Incentive Plan, vested on May 4, 2019 and were settled in shares of the Issuer's common stock on a one-for-one basis.

**Remarks:** 

<u>/s/ William F. Fry as Attorney-</u> in-Fact for Kenneth Michael

05/06/2019

Hartwick \*\* Signature of Reporting Person

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.

Date