

**FORM 4**

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

OMB APPROVAL  
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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 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

(Print or Type Responses)

1. Name and Address of Reporting Person SunTx Capital Management Corp.		2. Issuer Name and Ticker or Trading Symbol Construction Partners, Inc. [ROAD]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) 5420 LBJ FREEWAY, SUITE 1000		3. Date of Earliest Transaction (Month/Day/Year) 10/21/2019			
(Street) DALLAS, TX 75240		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	10/21/2019		S		391,939	D	\$ 13.4662 (1)	7,041,831	I	By SunTx CPI Expansion Fund, L.P. (2) (5)
Class A Common Stock	10/21/2019		S		231,838	D	\$ 13.4662 (1)	4,165,362	I	By SunTx Fulcrum Fund Prime, L.P. (3) (5)
Class A Common Stock	10/21/2019		S		126,223	D	\$ 13.4662 (1)	2,267,807	I	By SunTx Fulcrum Dutch Investors Prime, L.P. (4) (5)
Class A Common Stock								114,575 (6)	D (9)	
Class A Common Stock								4,000	I	By spouse of Ned N. Fleming, III
Class A Common Stock								38,192 (7)	D (10)	
Class A Common Stock								39,192 (8)	D (11)	

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

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**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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	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 Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SunTx Capital Management Corp. 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
SunTX CPI Expansion Fund GP, L.P. 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
SUNTX CAPITAL PARTNERS L P 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
SunTx CPI Expansion Fund LP 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
SunTx Fulcrum Fund Prime, L.P. 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
SunTx Fulcrum Dutch Investors Prime, L.P. 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
Fleming Ned N III 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
Jennings Craig 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		
Matteson Mark R 5420 LBJ FREEWAY, SUITE 1000 DALLAS, TX 75240	X	X		

**Signatures**

SUNTX CAPITAL MANAGEMENT CORP., Name: /s/ Ned N. Fleming, III, Title: Director	10/22/2019
Signature of Reporting Person	Date

SUNTX CPI EXPANSION FUND GP, L.P., By: SunTx Capital Management Corp, its general partner, Name: /s/ Ned N. Fleming, III, Title: Director		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
SUNTX CAPITAL PARTNERS L.P., By: SunTx Capital Management Corp., its general partner, Name: /s/ Ned N. Fleming, III, Title: Director		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
SUNTX CPI EXPANSION FUND, L.P., By: SunTx CPI Expansion Fund GP, L.P., its general partner, By: SunTx Capital Management Corp., its general partner, Name: /s/ Ned N. Fleming, III, Title: Director		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
SUNTX FULCRUM FUND PRIME, L.P., By: SunTx Capital Partners L.P., its general partner, By: SunTx Capital Management Corp., its general partner, Name: /s/ Ned N. Fleming, III, Title: Director		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
SUNTX FULCRUM DUTCH INVESTORS PRIME, L.P., By: SunTx Capital Partners L.P., its general partner, By: SunTx Capital Management Corp., its general partner, Name: /s/ Ned N. Fleming, III, Title: Director		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
/s/ Ned N. Fleming, III		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
/s/ Craig Jennings		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date
/s/ Mark R. Matteson		10/22/2019
<a href="#">Signature of Reporting Person</a>		Date

## Explanation of Responses:

\* 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).

- (1) The sales price of these shares of Class A common stock, par value \$0.001 ("Class A Common Stock") of Construction Partners, Inc. (the "Issuer") takes into account the \$0.7838 per share amount of underwriting discounts for these sales to the underwriters of the public offering of Class A Common Stock.
- (2) These securities of the Issuer are directly held by SunTx CPI Expansion Fund, L.P. ("SunTx Expansion Fund"). The general partner of SunTx Expansion Fund is SunTx CPI Expansion Fund GP, L.P. ("SunTx Expansion GP").
- (3) These securities of the Issuer are directly held by SunTx Fulcrum Fund Prime, L.P. ("SunTx Fulcrum Fund"). The general partner of SunTx Fulcrum Fund is SunTx Capital Partners L.P. ("SunTx Partners GP").
- (4) These securities of the Issuer are directly held by SunTx Fulcrum Dutch Investors Prime, L.P. ("SunTx Fulcrum Dutch Fund", and together with SunTx Expansion Fund and SunTx Fulcrum Fund, the "SunTx Funds"). The general partner of SunTx Fulcrum Dutch Fund is SunTx Partners GP.
- (5) The general partner of each of SunTx Expansion GP and SunTx Partners GP is SunTx Capital Management Corp. ("SunTx Capital Management"). Ned N. Fleming, III, a director of the Issuer, is the sole shareholder and director of SunTx Capital Management. Craig Jennings and Mark R. Matteson may be deemed to beneficially own securities of the Issuer held by the SunTx Funds. Each such entity and person disclaims beneficial ownership of such securities except to the extent of its or his pecuniary interest therein and this report shall not be deemed an admission to ownership of such securities.
- (6) Represents restricted shares of Class A Common Stock of the Issuer granted to Ned N. Fleming, III under the Construction Partners, Inc. 2018 Equity Incentive Plan that will vest as to two-thirds of the shares on January 1, 2021 and as to the remaining one-third of the shares on January 1, 2022.
- (7) Represents restricted shares of Class A Common Stock of the Issuer granted to Craig Jennings under the Construction Partners, Inc. 2018 Equity Incentive Plan that will vest as to two-thirds of the shares on January 1, 2021 and as to the remaining one-third of the shares on January 1, 2022.
- (8) Represents 1,000 shares of Class A Common Stock directly held by Mark R. Matteson that were purchased in the open market and 38,192 restricted shares of Class A Common Stock of the Issuer granted to Mark R. Matteson under the Construction Partners, Inc. 2018 Equity Incentive Plan.
- (9) Securities held directly by Ned N. Fleming, III.
- (10) Securities held directly by Craig Jennings.
- (11) Securities held directly by Mark R. Matteson.

## Remarks:

Each of Ned N. Fleming, III, Craig Jennings and Mark R. Matteson serves on the Board of Directors of Construction Partners, Inc. (the "Issuer"). For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the reporting person is Ned N. Fleming, III, Craig Jennings and Mark R. Matteson.

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.

## Form 4 Joint Filer Information

Name: SunTx CPI Expansion Fund GP, L.P.  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: SunTx Capital Partners L.P.  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: SunTx CPI Expansion Fund, L.P.  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: SunTx Fulcrum Fund Prime, L.P.  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: SunTx Fulcrum Dutch Investors Prime,  
L.P.  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: Ned N. Fleming, III  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: Craig Jennings  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19

Name: Mark R. Matteson  
Address: 5420 LBJ Freeway, Suite 1000  
Dallas, TX 75240  
Date of Event Requiring Statement: 10/21/19