### 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

(Print or Type Responses)											
Name and Address of Rep SunTx Capital Manage	~		2. Issuer Name and Construction Part		_	•		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director _X_ 10% Owner			
5420 LBJ FREEWAY,	SUITE 1000		3. Date of Earliest Tra 09/02/2021	ansaction (Mo	onth/I	Day/Year)			Officer (give title below) Other	er (specify belov	v)
DALLAS TV 75240	(Street)		4. If Amendment, Dat	te Original Fi	iled(M	onth/Day/Year	)	6. Individual or Joint/Group Filing(Check Ap Form filed by One Reporting Person X_ Form filed by More than One Reporting Person	plicable Line)		
DALLAS, TX 75240 (City)	(State)	(Zip)		Table I	Non	Davivativa	Compitio	s A sar	uired, 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)	3. Transacti		4. Securiti (A) or Dis (Instr. 3, 4	es Acquir posed of (	ed	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
			(wonaz zay, roar)	Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	
Class A Common Stock	ς.	09/02/2021		J <u>(1)</u>		156,996	D	\$ 0	37,278	I	By SunTx Fulcrum Fund Prime, L.P. (2) (3) (4) (5)
Class A Common Stock	ς.								428,817	I	By SunTx Capital Partners II, LP (3) (4) (5) (6)
Class A Common Stock	· ·								234,247	I	By SunTx Capital Partners II Dutch Investors, LP (3) (4) (5) (7)
Class A Common Stock	C								114,575 <sup>(8)</sup>	D (9)	
Class A Common Stock	C.								4,000	I	By spouse of Ned N. Fleming, III
Class A Common Stock	ζ								38,192 <u>(10)</u>	D (11)	
Class A Common Stock	ζ								39,192 (12)	D (13)	
Reminder: Report on a separ	ate line for each class	of securities benefi	cially owned directly			one whe =		to the	collection of information contained in	, CE	C 1474 (9.02)

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

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

Security (Instr. 3)	Conversion or Exercise Price of	Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code	tion	5. Number of	equired (A) of (D)	6. Date Exer and Expirati (Month/Day	cisable on Date	7. Title and Underlying (Instr. 3 and	Securities	Derivative Security (Instr. 5)	Securities Beneficially	Ownership Form of Derivative	Beneficial Ownership
	Derivative Security			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following	Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)
Class B Common Stock	(14)	09/02/2021		J <u>(1)</u>			1,038,919	(14)	(14)	Class A Common Stock	1,038,919	\$ 0	3,083,589	I	By SunTx Fulcrum Fund Prime, L.P. (2) (3) (4) (5)

Class B Common Stock	(14)	09/02/2021	J <sup>(15)</sup>		802,747	(14)	(14)	Class A Common Stock	802,747	\$ 0	1,441,723	I	By SunTx Fulcrum Dutch Investors Prime, L.P. (3) (4) (5) (17)
Class B Common Stock	(14)	09/02/2021	J <u>(16)</u>	1,747,062		(14)	(14)	Class A Common Stock	1,747,062	\$ 0	1,747,062	I	By SunTx Capital Partners, L.P. (3) (4) (5) (18)
Class B Common Stock	(14)	09/02/2021	J <u>(1)</u>	535		<u>(14)</u>	<u>(14)</u>	Class A Common Stock	535	\$ 0	535	D	
Class B Common Stock	(14)					(14)	(14)	Class A Common Stock	4,860,963		4,860,963	I	By SunTx CPI Expansion Fund, L.P. (3) (4) (5) (19)
Class B Common Stock	(14)					(14)	(14)	Class A Common Stock	1,400,268		1,400,268	I	By SunTx Capital Partners II, LP (3) (4) (5) (6)
Class B Common Stock	(14)					(14)	(14)	Class A Common Stock	672,391		672,391	I	By SunTx Capital Partners II Dutch Investors, LP (3) (4) (5) (7)
Class B Common Stock	(14)					(18)	(18)	Class A Common Stock	396,519		396,519	I	By SunTx CPI Expansion Fund GP, LP (3) (4) (5) (20)

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	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	X	X	
DALLAS, TX 75240			

## **Signatures**

SUNTX CAPITAL MANAGEMENT CORP., Name: /s/ Ned N. Fleming, III, Title: Director	09/03/2021
**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	09/03/2021
**Signature of Reporting Person	Date
SUNTX CAPITAL PARTNERS L.P., By: SunTx Capital Management Corp., its general partner, Name: /s/ Ned N. Fleming, III, Title: Director	09/03/2021
**Signature of Reporting Person	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	09/03/2021
**Signature of Reporting Person	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	09/03/2021
**Signature of Reporting Person	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	09/03/2021
**Signature of Reporting Person	Date
/s/ Ned N. Fleming, III	09/03/2021
**Signature of Reporting Person	Date
/s/ Craig Jennings	09/03/2021
**Signature of Reporting Person	Date
/s/ Mark R. Matteson	09/03/2021
**Signature of Reporting Person	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) SunTx Fulcrum Fund Prime, L.P. ("SunTx Fulcrum Fund") distributed these shares for no consideration.
- (2) These securities of Construction Partners, Inc. (the "Issuer") are directly held by SunTx Fulcrum Fund.
  - The general partner of each of SunTx Fulcrum Fund and SunTx Fulcrum Dutch Investors Prime, L.P. ("SunTx Fulcrum Dutch Fund") is SunTx Capital Partners L.P. ("SunTx Partners GP"). The general partner of SunTx Cepital Funds SunTx Capital Funds SunT
- (3) and SunTx Partners GP is SunTx Capital Management Corp. ("SunTx Capital Management"). The general partner of each of SunTx Capital Partners II, LP ("SunTx Partners II") and SunTx Capital Partners II Dutch Investors, LP ("SunTx Partners Dutch LP" and together with SunTx Expansion Fund, SunTx Fulcrum Fund, SunTx Fulcrum Dutch Fund and SunTx Partners II, the "SunTx Funds") is SunTx Capital Partners II GP, LP ("SunTx Partners II GP"). The general partner of SunTx Partners II GP is SunTx Capital II Management Corp. ("SunTx Capital II Management"). Ned N. Fleming, III, a director of the Issuer,
- (Continued from footnote 3) is the sole shareholder and director of SunTx Capital Management. Craig Jennings and Mark R. Matteson, each a director of the Issuer, are each executive officers of SunTx Capital Management. Mr. Jennings and Mr. Matteson are also shareholders of SunTx Capital II Management. Mr. Jennings and Mr. Matteson are also shareholders of SunTx Capital II Management. Each of SunTx Expansion GP, SunTx Partners GP, SunTx Capital Management, SunTx Partners II GP, SunTx Capital II Management, Mr. Fleming, Mr. Jennings and Mr. Matteson may be deemed to beneficially own securities of the Issuer held by certain of the SunTx Funds.
- (5) (Continued from footnote 4) 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 that any such entity or person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (6) These securities of the Issuer are directly held by SunTx Partners II.
- (7) These securities of the Issuer are directly held by SunTx Partners Dutch LP.
- (8) Includes 38,192 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 on January 1, 2022.
- (9) Securities held directly by Ned N. Fleming, III.
- (10) Includes 12,731 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 on January 1, 2022.
- (11) Securities held directly by Craig Jennings.
- (12) Includes 12,731 restricted shares of Class A Common Stock of the Issuer granted to Mark R. Matteson under the Construction Partners, Inc. 2018 Equity Incentive that will vest on January 1, 2022.
- (13) Securities held directly by Mark R. Matteson.
  - Each share of Class B common stock, par value \$0.001 per share ("Class B common stock"), of the Issuer is convertible into one share of Class A common stock, par value \$0.001 per share ("Class A common stock") of the Issuer (i) at any time at the option of the holder or (ii) upon any transfer, except for certain transfers described in the Issuer's amended and restated certificate of incorporation. In
- (14) addition, upon the election of the holders of a majority of the then-outstanding shares of Class B common stock, all outstanding shares of Class B common stock will be converted into shares of Class A common stock. The holders of Class A common stock are entitled to one vote per share, and the holders of the Class B common stock are entitled to 10 votes per share. The shares of Class B common stock do not expire.
- (15) SunTx Fulcrum Dutch Fund distributed these shares for no consideration.

- (16) SunTx Fulcrum Fund distributed 1,038,384 of these shares, and SunTx Fulcrum Dutch Fund distributed 708,678 of these shares, and in each case for no consideration.
- ( 17) These securities of the Issuer are directly held by SunTx Fulcrum Dutch Fund.
- (18) These securities of the Issuer are directly held by SunTx Partners GP.
- (19) These securities of the Issuer are directly held by SunTx Expansion Fund.
- (20) These securities of the Issuer are directly held by SunTx Expansion GP.

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.