Instruction 1(b).

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |
|--|
| Filed pursuant to Section 10(a) of the Securities Exchange Act of 1934 |
| or Section 30(h) of the Investment Company Act of 1940                 |
|  |

| 1. Name and Address                                 | 1 0       | Person*          | 2. Issuer Name and Ticker or Trading Symbol DYCOM INDUSTRIES INC [ DY ] |           | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                       |  |  |  |
|---|-----------|------------------|---|-----------|--|-----------------------|--|--|--|
| <u>Pruitt Peter T</u>                               | <u>Jr</u> |                  |   | X         | Director   | 10% Owner             |  |  |  |
| (Last) (First)<br>11780 U.S. HIGHWAY 1<br>SUITE 600 |           | (Middle)         | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/25/2021          | 1         | Officer (give title below)   | Other (specify below) |  |  |  |
| SUITE 600   |           |                  |   |           |  |                       |  |  |  |
| (Street)  |           |                  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                | Line)     | vidual or Joint/Group Fili   | ing (Check Applicable |  |  |  |
| PALMBEACH   |           |                  |   | X         | Form filed by One Re   | porting Person        |  |  |  |
| GARDENS   | FL        | 33408            |   |           | Form filed by More th<br>Person  | an One Reporting      |  |  |  |
| (City)  | (State)   | (Zip)            |   |           |  |                       |  |  |  |
|   |           | Table I - Non-De | rivative Securities Acquired, Disposed of, or Ben                       | eficially | / Owned  |                       |  |  |  |

| 1. Title of Security (Instr. 3)       | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |                              | Securities<br>Beneficially         | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------------|--|---|------|---|---|---------------|------------------------------|------------------------------------|---|---|
|                                       |  |   | Code | v | Amount  | (A) or<br>(D) | Price                        | Transaction(s)<br>(Instr. 3 and 4) |   | (Instr. 4)  |
| Restricted Stock Units <sup>(1)</sup> | 05/25/2021                                 |   | A    |   | 1,905 <sup>(2)</sup>  | Α             | <b>\$0.00</b> <sup>(3)</sup> | 12,993                             | D   |   |

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

| (e.g., puts, calls, warrants, options, cor | vertible securities) |
|--|----------------------|
|--|----------------------|

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D) | posed<br>D)<br>:tr. 3, 4 |                     | Expiration Date Amount of |       |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|--------------------------|---------------------|---------------------------|-------|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)                      | Date<br>Exercisable | Expiration<br>Date        | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to acquire one (1) share of Dycom Industries, Inc. common stock, par value \$0.33 1/3 per share.

2. The restricted stock units vest in three (3) equal annual installments on May 24, 2022, May 23, 2023, and May 21, 2024.

3. No consideration was paid for the restricted stock units.

**Remarks:** 

<u>/s/Ryan F. Urness, Attorney-</u> in-Fact for Peter T. Pruitt, Jr.

05/25/2021

\*\* 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 Number.