**United States Securities and Exchange Commission**

**Statement of Changes in Beneficial Ownership**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

---

1. **Name and Address of Reporting Person**
   
   Sharon H. Simpson
   
   21C Orinda Way
   
   Orinda, CA 94563

2. **Issuer Name and Ticker or Trading Symbol**
   
   SIMPSON MANUFACTURING CO INC /CA/ [SSD]

3. **Date of Earliest Transaction**
   
   12/08/2016

4. **If Amendment, Date of Original Filed**
   
   12/08/2016

5. **Relationship of Reporting Person(s) to Issuer**
   
   Director
   
   10% Owner

6. **Individual or Joint/Group Filing**
   
   Form filed by One Reporting Person

---

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/08/2016</td>
<td>S</td>
<td>36,000 D</td>
<td>1,504,191 (1)</td>
<td>I</td>
<td>By non-profit public benefit corporation</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2016</td>
<td>S</td>
<td>19,652 D</td>
<td>1,484,539 (1)</td>
<td>I</td>
<td>By non-profit public benefit corporation</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>I</td>
<td>By Trust</td>
</tr>
</tbody>
</table>

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

(e.g., puts, calls, warrants, options, convertible securities)
<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

### Explanation of Responses:

1. The shares are owned by the Simpson PSB Fund, a California nonprofit public benefit corporation, of which Sharon Simpson is a member of the Board of Directors. Sharon H. Simpson disclaims beneficial ownership of these shares.


/s/SHARON H. SIMPSON  12/09/2016

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).


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.