SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

					eetinent eenipung / ist er re r	-				
1. Name and Ac Davis Rob	g Person [*]	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2025	3. Issuer Name and Ticker or Trading Symbol Hillman Solutions Corp. [HLMN]							
(Last) 1280 KEMP	(First) PER MEADOW	(Middle) DR.	_	4. Relationship of Reporting Person (Check all applicable) Director X Officer (give title		10% Owner Other (specify		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) FOREST PARK	ОН	45240	_		below) EVP - Global Supp	below) ply Chain			by One Reporting Person by More than One Reporting	
(City)	(State)	(Zip)								
			Table I - Non-Deriva	tive Se	ecurities Beneficially	Owned				
[····································					nt of Securities ally Owned (Instr. 4)	· · ·		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock ⁽¹⁾					70,054	D				
			Table II - Derivativ (e.g., puts, calls, warr		urities Beneficially O ptions, convertible s					
			2. Date Exercisable and Expiration Date				5. Ownership Form: Direct	6. Nature of Indirect Beneficial Ownership		

Expiration Date (Month/Day/Year)		Derivative Security (Instr. 4)		Conversion Forms or Exercise (D) or	Form: Direct (D) or	Beneficial Ownership (Instr. 5)
			Amount or	Price of Derivative Security	Indirect (I) (Instr. 5)	
Date Exercisable	Expiration Date	Title	Number of Shares			

Explanation of Responses:

1. Represents restricted stock units ("RSUs") that are a contingent right for the Reporting Person to receive one share of common stock for each RSU upon vesting. The RSUs will vest as follows: (i) the 17,102 RSUs granted on 01/11/2022 will vest on 01/11/2025; and (ii) the 10,416 RSUs granted on 01/31/2023, the 17,104 RSUs granted on 03/07/2023, and the 25,432 RSUs granted on 03/07/2024 will all vest on 01/31/2025, in each case, subject to the Reporting Person's continued employment with the Issuer through the vesting date.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

By: /s/ Daniel M. Bauer, as attorney-in-fact ** Signature of Reporting Person

01/03/2025

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 5 (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.

OMB APPROVAL

LIMITED POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Amanda Kitzberger and Daniel M. Bauer, each of them acting singly, with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as officer and/or director of Hillman Solutions Corp. (the "Company"), Forms 3, 4, 5 and any Schedules 13D or 13G in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or Schedule 13D or 13G, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5, and any Schedules 13D or 13G with respect to the undersigned's holdings of and transactions in securities issued by the Company,

unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact. [Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of December 9, 2024.

Signature: /s/ Robert Dale Davis

Printed Name: Robert Dale Davis