### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|             |      |       |

| 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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

| l   | od Address of  | Reporting Person*  MON |                              |   |       |  |  |   | ker or Tr   |   | Symbol |   |   |                                   | k all app<br>Dired  |  | ng Pers   | 10% C | Owner                   |
|---|--|------------------------|------------------------------|---|-------|--|--|---|---|---|--------|---|---|-----------------------------------|---|--|---|-------|-------------------------|
|   | (Last) (First) (Middle)<br>800 DOUGLAS ROAD<br>12TH FLOOR  |                        |                              |   |       | 3. Date of Earliest Transaction (Month/Day/Year) 08/26/2015                                |  |   |   |   |        |   |   | X                                 | belov   | ,  | Other (specify below)   |       |                         |
| (Street) CORAL GABLES (City)                        |  |                        | 33134<br>Zip)                |   | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   |  |   |   |   |        |   |   | 6. Indi<br>Line)<br>X             | ,   |  |   |       |                         |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |                        |                              |   |       |  |  |   |   |   |        |   |   |                                   |   |  |   |       |                         |
| Dat   |  |                        | Date                         | e Exe<br>nth/Day/Year) if ar  |       | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)                                |  | 3.<br>Transaction<br>Code (Instr.<br>8) |   | es Acquired (A) or<br>Of (D) (Instr. 3, 4 a |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Follo<br>Reported |   | ties<br>cially<br>I Following     | Form  | nership<br>: Direct<br>Indirect<br>str. 4)                         | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |       |                         |
|   |  | Code                   | v                            |   |       |  |  | Amount                                  | (A) o<br>(D)  | r Price                                     | :      | Transa  | ransaction(s)<br>nstr. 3 and 4)   |                                   |   | (  |   |       |                         |
| Common  | Common Stock   |                        |                              |   |       |  |  |   |   |   |        |   |   |                                   | 2,8   | 39,348   |   | D     |                         |
| Common  | Stock  |                        |                              | 08/26/  | 2015  |  |  |   | P   |   | 17,000 | A   | \$14  | 4.63 <sup>(1)</sup> 1,212,414 I I |   |  |   |       | Indirect <sup>(2)</sup> |
| Common  | Stock  |                        |                              |   |       |  |  |   |   |   |        |   |   | 425,000 I In                      |   |  |   |       | Indirect <sup>(3)</sup> |
| Common  | Stock  |                        |                              |   |       |  |  |   |   |   |        |   |   | 276,000 I                         |   |  |   |       | Indirect <sup>(4)</sup> |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   |                        |                              |   |       |  |  |   |   |   |        |   |   |                                   |   |  |   |       |                         |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | ve Conversion or Exercise Price of Derivative Security    Conversion of Exercise (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Execution Date |                        | 4.<br>Transa<br>Code (<br>8) | nstr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |       | 6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Exercisable Date |  |   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4)  Amoun<br>or<br>Numbe<br>of |   | -      |   | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | O F-C D O (I)                     | 0.<br>Dwnership<br>orm:<br>Direct (D)<br>r Indirect<br>) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |       |                         |

### **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$14.49 to \$14.73, inclusive. The reporting person undertakes to provide to MasTec, Inc., a Florida corporation ("MasTec"), any security holder of MasTec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnote (1) to this Form 4.
- 2. Shares owned of record by Jose Ramon Mas Holdings I Limited Partnership, a Texas limited partnership ("Jose Ramon Mas Holdings"). The sole general partner of Jose Ramon Mas Holdings is Jose Ramon Mas Holdings Corporation, a Texas corporation which is wholly owned by Mr. Jose Ramon Mas.
- 3. Shares held by Jose Mas Irrevocable Trust, of which the reporting person's spouse is one of the trustees. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purpose of Section 16 or for any other purpose.
- 4. Shares owned by Mas Equity Partners III, LLC, a Delaware limited liability company ("MEP III"), in which the reporting person is a member. The reporting person disclaims beneficial ownership of the securities held by MEP III except to the extent of his pecuniary interest therein.

# Remarks:

By: \s\ Albert de Cardenas For: 08/27/2015 Jose Mas

\*\* 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.