

INC Research Holdings, Inc.
Form SC 13G/A
February 13, 2017
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 2)

Under the Securities Exchange Act of 1934

INC RESEARCH HOLDINGS, INC.

(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE \$0.01 PER SHARE

(Title of Class of Securities)

45329R109

(CUSIP Number)

DECEMBER 31, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

☒ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see the Notes*).

CUSIP No. 45329R109

SCHEDULE **Page 2 of 8**
13G

NAMES OF REPORTING
PERSONS

1

**ONTARIO TEACHERS'
PENSION PLAN BOARD**

2

CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A (a)
GROUP (SEE
INSTRUCTIONS) (b)

SEC USE ONLY

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

**ONTARIO,
CANADA**
SOLE
VOTING
POWER

5 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING
PERSON WITH

SHARED
VOTING
POWER

6 0

7 0

		SOLE DISPOSITIVE POWER	
		SHARED DISPOSITIVE POWER	
	8		0
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	..
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0
12		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	FI

CUSIP No. 45329R109

SCHEDULE **Page 3 of 8**
13G

NAMES OF REPORTING
PERSONS

1

1829356 Ontario Limited

2

CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A (a)
GROUP (SEE
INSTRUCTIONS) (b)

SEC USE ONLY

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

**ONTARIO,
CANADA**
SOLE
VOTING
POWER

5 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING
PERSON WITH

SHARED
VOTING
POWER
6 0

7 SOLE 0
DISPOSITIVE

	POWER	
	SHARED DISPOSITIVE POWER	
	8	0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	..
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	FI

Item 1(a). Name of Issuer

INC Research Holdings, Inc. (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices

3201 Beechleaf Court, Suite 600

Raleigh, North Carolina 27604-1547

Item 2. (a) Name of Person Filing

This statement is filed by the entities and persons listed below, both of whom together are referred to herein as the "Reporting Persons":

(i) Ontario Teachers' Pension Plan Board ("OTPP")

(ii) 1829356 Ontario Limited ("1829356"), a wholly owned subsidiary of OTPP

(b) Address of Principal Business Office or, if none, Residence

Both Reporting Persons:

5650 Yonge Street, 3rd Floor
Toronto, Ontario, Canada M2M 4H5

(c) Citizenship

Both Reporting Persons are corporations incorporated under the laws of the Province of Ontario, Canada

(d) Title of Class of Securities

Class A Common Stock, par value \$0.01 per share

(e) CUSIP Number

45329R109

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Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- ☐ A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- ☐ A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- ☐ A group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution.

Item 4. Ownership

(a) Amount beneficially owned:

No holdings as at December 31, 2016.

(b) Percent of class:

0.0%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

0

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following ☐.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certifications

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2017

ONTARIO TEACHERS' PENSION PLAN BOARD

By: /s/ Rossana Di Lieto

Name: Rossana Di Lieto

Title: Managing Director and Chief Compliance Officer

1829356 ONTARIO LIMITED

By: /s/ Rossana Di Lieto

Name: Rossana Di Lieto

Title: Managing Director and Chief Compliance Officer

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EXHIBIT INDEX

Exhibit Joint Filing Agreement, dated February 13, 2015, among OTPP and 1829356 (incorporated by reference to
1 Exhibit 99.1 to the Schedule 13G filed by OTPP and 1829356 with the Commission on February 13, 2015).

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