

(Print or Type Responses)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

# Washington, D.C. 20549

OMB APPRO	VAL
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response	0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of

Name and Address of Reporting Person –     Argand Partners Fund, LP	2. Date of Event Requiring Statement (Month/Day/Year)			3. Issuer Name and Ticker or Trading Symbol Industrea Acquisition Corp. [INDU]				
(Last) (First) (Middle) C/O INDUSTREA ACQUISITION CORP., 1120 AVENUE OF THE AMERICAS, 4TH FLOOR	07/20/20	-07/26/2017  4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director Officer (give title below)		ndment, Date Original Filed(Month/Day/Year)				
(Street) NEW YORK, NY 10036				,	6. Individu	nal or Joint/Group Filing(Check Applicable Line) d by One Reporting Person dd by More than One Reporting Person		
(City) (State) (Zip)		Table I - Non-Derivative Securities Beneficially Owned						
1.Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)  2. Amount of Securities Beneficially Owned Direct (D) or Indirect (I) (Instr. 5)  4. Nature of Indirect Beneficial Ownership (Instr. 5)			Beneficial Ownership			
Reminder: Report on a separate line for each class of securities b  Persons who respond to to currently valid OMB contr	he collection of number.	n of inforn	nation contained in		equired to respond of	•	SEC 1473 (7-02)	
1. Title of Derivative Security	2. Date Exe		3. Title and Amount	• • • • • • • • • • • • • • • • • • • •	4. Conversion or	5. Ownership Form	6. Nature of Indirect Beneficial Ownership	
(Instr. 4)	and Expirat	tion Date	Underlying Derivative Security		Exercise Price of Derivative Security	of Derivative Security: Direct (D)	(Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		or Indirect (I) (Instr. 5)		
Class B Common Stock	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	5,606,250 (1) (2)	\$ <u>(1)</u>	I (3) (4)	By Industrea Alexandria LLC (3) (4)	

## **Reporting Owners**

Poporting Owner Name / Address	Relationships					
Reporting Owner Name / Address		10% Owner	Officer	Other		
Argand Partners Fund, LP C/O INDUSTREA ACQUISITION CORP. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036		Х				
Argand Partners Institutional Co-Invest Fund, LP C/O INDUSTREA ACQUISITION CORP. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036		X				
Argand Partners SEA Fund AI, LP C/O INDUSTREA ACQUISITION CORP. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036		X				
Argand Partners SEA Fund QP, LP C/O INDUSTREA ACQUISITION CORP. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036		X				
Argand Partners Team Co-Invest Fund LP C/O INDUSTREA ACQUISITION CORP. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036		X				

#### **Signatures**

/s/ Joel L. Rubinstein, Attorney-in-Fact for Argand Partners Fund, LP	07/26/2017
Signature of Reporting Person	Date
/s/ Joel L. Rubinstein, Attorney-in-Fact for Argand Partners Institutional Co-Invest Fund, LP	07/26/2017
Signature of Reporting Person	Date
/s/ Joel L. Rubinstein, Attorney-in-Fact for Argand Partners SEA Fund AI, LP	07/26/2017
Signature of Reporting Person	Date
/s/ Joel L. Rubinstein, Attorney-in-Fact for Argand Partners SEA Fund QP, LP	07/26/2017
**Signature of Reporting Person	Date
/s/ Joel L. Rubinstein, Attorney-in-Fact for Argand Partners Team Co-Invest Fund, LP	07/26/2017
Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* 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).
- (1) The shares of Class B Common Stock are convertible for shares of the Issuer's Class A Common Stock as described under the heading "Description of Securities Founder Shares" in the Issuer's registration statement on Form S-(2) Includes up to 731,250 shares of Class B Common Stock that are subject to forfeiture depending on the extent to which the underwriters in the Issuer's initial public offering do not exercise their over-allotment option.
- The securities are held directly by Industrea Alexandria LLC (the "Sponsor"). Howard D. Morgan, Heather Faust, Tariq Osman, Joseph Del Toro and Charles Burns are the managers of the Sponsor and share voting and dispositive.

  (3) Fund, LP, Argand Partners SEA Fund AI, LP, Argand Partners SEA Fund QP, LP and Argand Partners Team Co-Invest Fund LP (collectively, the "Funds") are the members of the Sponsor. Ms. Faust and Messrs. Morgan and Osmor and Burns (collectively, the "Reporting Persons") may be deemed to have or share beneficial ownership of the securities held directly by the Sponsor.
- (4) Each of the Reporting Persons disclaims beneficial ownership of such securities except to the extent of its, his or her pecuniary interest therein, and this Report shall not be deemed an admission that the Reporting Persons are the

See Exhibit 99.1 - Joint Filer Information, which is incorporated herein by reference and describes in further detail the relationships of the Reporting Persons to the Issuer. See Exhibit 24.1 - Power of

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

The undersigned constitutes and appoints Joel Rubinstein, Daniel Nussen and Jerilyn Laskie, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

- 1. prepare, sign, and submit to the Securities and Exchange Commission (the "SEC") on its Electronic Data Gathering, Analysis, and Retrieval ("EDGAR") Filer Management website a Form ID application, including any amendments and exhibits thereto, and any other related documents as may be necessary or appropriate, to obtain from the SEC access codes to permit filing on the SEC's EDGAR system, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done as required by any rule or regulation of the SEC and the EDGAR Filer Manual as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof; and
- 2. sign any and all SEC statements of beneficial ownership of securities of Industrea Acquisition Corp. (the "Company") on Schedule 13D as required under Section 13 and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13 and Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

A copy of this power of attorney shall be filed with the SEC. The authorization set forth above shall continue in full force and effect until the undersigned revokes such authorization by written instructions to the attorneys-in-fact.

The authority granted hereby shall in no event be deemed to impose or create any duty on behalf of the attorneys-in-fact with respect to the undersigned's obligations to file a Form ID, Schedule 13Ds and Forms 3, 4 and 5 with the SEC.

Dated: July 18, 2017 ARGAND PARTNERS FUND, LP

By: Argand Partners Fund GP, LP, its general partner By: Argand Partners Fund GP-GP, Ltd, its general partner

/s/ Tariq Osman

The undersigned constitutes and appoints Joel Rubinstein, Daniel Nussen and Jerilyn Laskie, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

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- 2. sign any and all SEC statements of beneficial ownership of securities of Industrea Acquisition Corp. (the "Company") on Schedule 13D as required under Section 13 and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13 and Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

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Dated: July 18, 2017

#### ARGAND PARTNERS INSTITUTIONAL CO-INVEST FUND,

LP

By: Argand Partners Fund GP, LP, its general partner By: Argand Partners Fund GP-GP, Ltd, its general partner

/s/ Tariq Osman

The undersigned constitutes and appoints Joel Rubinstein, Daniel Nussen and Jerilyn Laskie, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

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Dated: July 18, 2017

#### ARGAND PARTNERS SEA FUND AI, LP

By: Argand Partners SEA Fund GP, LP, its general partner By: Argand Partners Fund GP-GP, Ltd, its general partner

/s/ Tariq Osman

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- 2. sign any and all SEC statements of beneficial ownership of securities of Industrea Acquisition Corp. (the "Company") on Schedule 13D as required under Section 13 and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13 and Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

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Dated: July 18, 2017

#### ARGAND PARTNERS SEA FUND QP, LP

By: Argand Partners SEA Fund GP, LP, its general partner By: Argand Partners Fund GP-GP, Ltd, its general partner

/s/ Tariq Osman

The undersigned constitutes and appoints Joel Rubinstein, Daniel Nussen and Jerilyn Laskie, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

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- 2. sign any and all SEC statements of beneficial ownership of securities of Industrea Acquisition Corp. (the "Company") on Schedule 13D as required under Section 13 and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13 and Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

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Dated: July 18, 2017

#### ARGAND PARTNERS TEAM CO-INVEST FUND LP

By: Argand Partners Fund GP, LP, its general partner By: Argand Partners Fund GP-GP, Ltd, its general partner

/s/ Tariq Osman

#### Joint Filer Information

Name of Joint Filer: Argand Partners Fund, LP

Address of Joint Filer: c/o Industrea Acquisition Corp.

1120 Avenue of the Americas, 4<sup>th</sup> Floor

New York, NY 10036

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: Industrea Acquisition Corp. [INDU]

Date of Event Requiring Statement:

(Month/Day/Year): 07/26/2017

Designated Filer: Argand Partners Fund, LP

Name of Joint Filer: Argand Partners Institutional Co-Invest Fund, LP

Address of Joint Filer: c/o Industrea Acquisition Corp.

1120 Avenue of the Americas, 4<sup>th</sup> Floor

New York, NY 10036

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: Industrea Acquisition Corp. [INDU]

Date of Event Requiring Statement:

(Month/Day/Year): 07/26/2017

Designated Filer: Argand Partners Fund, LP

Name of Joint Filer: Argand Partners SEA Fund AI, LP

Address of Joint Filer: c/o Industrea Acquisition Corp.

1120 Avenue of the Americas, 4<sup>th</sup> Floor

New York, NY 10036

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: Industrea Acquisition Corp. [INDU]

Date of Event Requiring Statement:

(Month/Day/Year): 07/26/2017

Designated Filer: Argand Partners Fund, LP

Name of Joint Filer: Argand Partners SEA Fund QP, LP

Address of Joint Filer: c/o Industrea Acquisition Corp.

1120 Avenue of the Americas, 4<sup>th</sup> Floor

New York, NY 10036

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: Industrea Acquisition Corp. [INDU]

Date of Event Requiring Statement:

(Month/Day/Year): 07/26/2017

Designated Filer: Argand Partners Fund, LP

Name of Joint Filer: Argand Partners Team Co-Invest Fund LP

Address of Joint Filer: c/o Industrea Acquisition Corp.

1120 Avenue of the Americas, 4<sup>th</sup> Floor

New York, NY 10036

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: Industrea Acquisition Corp. [INDU]

Date of Event Requiring Statement:

(Month/Day/Year): 07/26/2017

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