

Installed Building Products, Inc.
Form 4
June 19, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Edwards Jeffrey W.

2. Issuer Name and Ticker or Trading Symbol
Installed Building Products, Inc.
[IBP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/17/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
President, CEO & Chairman

C/O INSTALLED BUILDING PRODUCTS, INC., 495 SOUTH HIGH STREET, SUITE 50

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

COLUMBUS, OH 43215

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/17/2014		S	4,800,000 D \$ 11.875 (1)	9,171,360	I	See footnote (2)
Common Stock	06/17/2014		J(3)	9,171,360 D \$ 0	0	I	See footnote (2)
Common Stock					358,245	D	
Common Stock					21,586	I	See

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Stock				footnote (4)
Common Stock	4,227,819	I		See footnote (5)
Common Stock	3,785,882	I		See footnote (6)
Common Stock	61,400	I		See footnote (7)
Common Stock	289,983	I		See footnote (8)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Edwards Jeffrey W. C/O INSTALLED BUILDING PRODUCTS, INC. 495 SOUTH HIGH STREET, SUITE 50 COLUMBUS, OH 43215	X	X	President, CEO & Chairman	

Signatures

/s/ Shelley A. McBride - Attorney-in-Fact for Jeffrey W.
Edwards

06/18/2014

____Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The price represents the public offering price of \$12.50 per share, net underwriting discounts of \$0.625 per share.
- (2) The securities are held directly by IBP Investment Holdings, LLC. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.
- (3) On June 17, 2014, IBP Investment Holdings, LLC made an in-kind pro-rata distribution of the reported securities to its members.
- (4) The securities are held directly by IBP Management Holdings, LLC. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.
- (5) The securities are held directly by PJAM IBP Holdings, Inc. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.
- (6) The securities are held directly by Installed Building Systems, Inc. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.
- (7) The securities are held directly by IBP Investing Management, LLC. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.
- (8) The securities are held directly by The Park National Bank, Trustee of the Jeffrey W. Edwards 12/02/ Irrevocable Dynasty Trust. The Reporting person disclaims pecuniary interest in the reported securities except to the extent of his economic interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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