SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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		Reporting Persor							or Trading		ibol				heck all app	licable) tor	2	erson(s) to Is: X 10% Ow			
					3. Date of Earliest Transaction (Month/Day/Year) 03/09/2021								X Officer (give title Other (specify below) below) Chief Executive Officer								
(Street) GREENWICH CT 06830						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person						
(City)	(St	ate)	(Zip)										X Form filed by More than One Reporting Person					mung			
		Table	e I - Non-Deriv	ative \$	Secu	ritie	s Ac	quir	ed, Dis	spos	sed of	i, or B	enefi	ici	ally Own	ed					
Date				2A. Deemed Execution D if any (Month/Day		e, 1 C	3. Transacti Code (Ins 8)				Acquire (D) (Inst (A) or	d (A) or tr. 3, 4 ai	nd Se Be Ov Fo Re	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common	ı Stock, par	value \$0.01	03/09/2021				Code	v	Amount 2,837		(D)	Price	(In	nstr	. 3 and 4)	I		See Footnotes ⁽²⁾⁽³⁾			
per share Common		value \$0.01	03/10/2021			╉	s		9,663		D	\$52.3	_		.625,704		_	(4)(5)(6) See Footnotes ⁽²⁾⁽³⁾			
per share																		(4)(5)(6)			
		Ta	able II - Derivat (e.g., p													d					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	y/Year) Execution Date, if any (Month/Day/Year) Konth/Day/Ye		Amou Securi Under Deriva Securi	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership of Indir Form: Benefic Direct (D) Owners	11. Nature of Indirect Beneficial Ownershi (Instr. 4)										
				Code	v	(A)	(D)	Dat	te ercisable	Exp Dat	piration e	Title	Amou or Numbo of Shares	er							
		Reporting Persor																			
(Last) 1 SOUN	D SHORE	(First) DRIVE	(Middle)																		
(Street) GREEN	WICH	СТ	06830																		
(City)		(State)	(Zip)																		
		Reporting Persor																			
(Last) 1 SOUN	D SHORE	(First) DRIVE	(Middle)																		
(Street) GREEN	WICH	СТ	06830																		
(City)		(State)	(Zip)																		
		Reporting Persor	* AGEMENT L	<u>LC</u>																	
(Last) 1 SOUN	D SHORE	(First) DRIVE	(Middle)																		

(Street)								
GREENWICH	СТ	06830						
(City)	(State)	(Zip)						
1. Name and Address	of Reporting Person*							
TONTINE MANAGEMENT LLC								
(Last)	(First)	(Middle)						
1 SOUND SHORE								
(Street)	6T							
GREENWICH	СТ	06830						
(City)	(State)	(Zip)						
1. Name and Address	of Reporting Person [*]							
	PITAL OVERSE	<u>CAS MASTER</u>						
<u>FUND II, L.P.</u>								
(Last)	(First)	(Middle)						
1 SOUND SHORE		(midule)						
(Street)								
GREENWICH	СТ	06830						
(City)	(State)	(Zip)						
1 Name and Address	of Penorting Person*							
1. Name and Address of Reporting Person [*] TONTINE ASSET ASSOCIATES, L.L.C.								
(Last)	(First)	(Middle)						
1 SOUND SHORE		、 ,						
(Street)								
GREENWICH	CT	06830						
(City)	(State)	(Zip)						
	· · ·	х F7						
1. Name and Address Tontine Associ								
<u></u>								
(Last)	(First)	(Middle)						
1 SOUND SHORE	E DRIVE							
(Street)								
GREENWICH	СТ	06830						
(City)	(State)	(Zip)						
1. Name and Address	of Reporting Person [*]							
Tontine Capital Overseas GP, LLC								
(Last)	(First)	(Middle)						
1 SOUND SHORE		. ,						
(Street)								
GREENWICH	СТ	06830						
	(Ctata)	(7:2)						
(City)	(State)	(Zip)						

Explanation of Responses:

1. On March 9, 2021, TCP 2 (as defined herein) sold 2,837 shares of Common Stock at a weighted average price of \$52.93 per share. These shares were sold in multiple transactions at prices ranging from \$52.51 to \$53.05, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

2. This report is filed jointly by Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas Master Fund II, L.P., a Delaware limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAM"), Tontine Capital Overseas Master Fund II, L.P., a Delaware limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAM"), Tontine Associates, L.L.C., a Delaware limited liability company ("TCO"), and Jeffrey L. Gendell ("Mr. Gendell"). Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP; (b) TM; (c) TAA, the general partner of TCP 2; (d) TA; and (e) TCO. 3. TCP directly owns 5,642,723 shares of Common Stock, TCM directly owns 1,910,529 shares of Common Stock, TM directly owns 1,410,162 shares of Common Stock, TCP 2 directly owns 1,696,393 shares of Common Stock, TA directly owns 67,273 shares of Common Stock, TA directly owns 5,642,723 shares of Common Stock, TA directly owns 67,273 shares of Common Stock and 109,029 phantom stock units granted to him pursuant to the IES Holdings, Inc. 2006 Equity Incentive Plan, and Mr. Gendell's adult children own 3,363 shares of Common Stock through trusts for which Mr. Gendell acts as trustee. The total for Mr. Gendell's adult children excludes 44,755 shares of Common Stock directly owned by them that were previously reported by Mr. Gendell on Form 4. 4. All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP may be deemed to be beneficially owned by TCM. The foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.

5. Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TM, TCP 2, TAA, TA and TCO. TCM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP.

6. TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in, and interest in the profits of, TCP 2. TA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TA. TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TA. TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM. TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM. TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO.

7. On March 10, 2021, TCP 2 sold 9,663 shares of Common Stock at a weighted average price of \$52.38 per share. These shares were sold in multiple transactions at prices ranging from \$51.89 to \$52.55, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, 03/11/2021 L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell Tontine Capital Management, L.L.C., By: its Managing 03/11/2021 Member, /s/ Jeffrey L. Gendell Tontine Management, L.L.C., By: its Managing Member, /s/ 03/11/2021 Jeffrey L. Gendell **Tontine Capital Overseas** Master Fund II, L.P. By: its General Partner, Tontine Asset 03/11/2021 Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell Tontine Asset Associates, L.L.C., By: its Managing 03/11/2021 Member, /s/ Jeffrey L. Gendell Tontine Associates, L.L.C., By: its Managing Member, /s/ 03/11/2021 Jeffrey L. Gendell Tontine Capital Overseas GP, 03/11/2021 L.L.C. By: its Managing Member /s/ Jeffrey L. Gendell /s/ Jeffrey L. Gendell 03/11/2021

** 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.