

Edwards Jeffrey W.
Form 4
February 28, 2019

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)
02/26/2019

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

C/O INSTALLED BUILDING PRODUCTS, INC., 495 S. 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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock, \$0.01 par value per share	02/26/2019		A		24,164 (1)	A	\$ 0
Common Stock, \$0.01 par value per share					2,741,194	I	See footnote (2)

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Common Stock, \$0.01 par value per share	3,877,819	I	See footnote <u>(3)</u>
Common Stock, \$0.01 par value per share	173,408	I	See footnote <u>(4)</u>
Common Stock, \$0.01 par value per share	173,408	I	See footnote <u>(4)</u>
Common Stock, \$0.01 par value per share	173,408	I	See footnote <u>(4)</u>

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

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 control number.

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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

Reporting Owners

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Director 10% Owner Officer

Other

Edwards Jeffrey W.
C/O INSTALLED BUILDING PRODUCTS, INC. X X President, CEO and Chairman
495 S. HIGH STREET, SUITE 50
COLUMBUS, OH 43215

Signatures

/s/ Michael T. Miller, 02/28/2019
Attorney-in-Fact

__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) Represents performance-based restricted shares granted to the Reporting Person under the Issuer's 2014 Omnibus Incentive Plan. The Issuer's Compensation Committee certified the achievement of the performance criteria for fiscal year 2018 on February 26, 2019. The shares remain subject to a time-based vesting requirement and are scheduled to vest in two equal installments (rounded to the nearest whole share) on each of April 20, 2020 and April 20, 2021.
- (2) These 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.
- (3) These securities are held directly by PJAM IBP Holdings, Inc. The Reporting Person disclaims beneficial ownership in the reported securities except to the extent of his pecuniary interest therein.
- (4) The securities are held by a trust for the benefit of one of the Reporting Person's children. 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. 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.