

INTEGRATED ELECTRICAL SERVICES INC  
 Form 4  
 October 03, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 GENDELL JEFFREY L ET AL

2. Issuer Name and Ticker or Trading Symbol  
 INTEGRATED ELECTRICAL SERVICES INC [IESC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/01/2013

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

1 SOUND SHORE DRIVE

(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

GREENWICH, CT 06830

(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, \$0.01 par value per share | 10/01/2013                           |  | J(2)                           |   | 1,141,277 (2)   | D (2)  | \$ 0 (2)  | 10,381,240 | I | See Footnotes (1) (3) (4) (5) (6) |
| Common Stock, \$0.01 par value per share | 10/01/2013                           |  | J(2)                           |   | 1,141,277 (2)   | A (2)  | \$ 0 (2)  | 10,381,240 | I | See Footnotes (1) (3) (4) (5) (6) |

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

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SEC 1474  
(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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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 |
| GENDELL JEFFREY L ET AL<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830                    |               | X         |         |       |
| TONTINE CAPITAL PARTNERS L P<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830               |               | X         |         |       |
| TONTINE CAPITAL MANAGEMENT LLC<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830             |               | X         |         |       |
| Tontine Capital Overseas Master Fund, L.P.<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830 |               | X         |         |       |
| Tontine Capital Overseas GP, LLC<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830           |               | X         |         |       |
| TONTINE PARTNERS L P<br>1 SOUND SHORE DRIVE<br>GREENWICH, CT 06830                       |               | X         |         |       |
|  |               | X         |         |       |

TONTINE MANAGEMENT LLC  
1 SOUND SHORE DRIVE  
GREENWICH, CT 06830

TONTINE OVERSEAS ASSOCIATES LLC  
1 SOUND SHORE DRIVE  
GREENWICH, CT 06830

X

TONTINE CAPITAL OVERSEAS MASTER FUND II, L.P.  
1 SOUND SHORE DRIVE  
GREENWICH, CT 06830

X

TONTINE ASSET ASSOCIATES, L.L.C.  
1 SOUND SHORE DRIVE  
GREENWICH, CT 06830

X

## Signatures

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, L.L.C.,  
By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Capital Overseas Master Fund, L.P. By: its General Partner, Tontine Capital  
Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Partners, L.P., By: its General Partner, Tontine Management, L.L.C., By: its  
Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Overseas Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Capital Overseas Master Fund II, L.P. By: its General Partner, Tontine Asset  
Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 10/03/2013

\_\_Signature of Reporting Person Date

/s/ Jeffrey L. Gendell 10/03/2013

\_\_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).

## Edgar Filing: INTEGRATED ELECTRICAL SERVICES INC - Form 4

(1) 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 Capital Overseas GP, L.L.C., a Delaware limited liability company ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware limited partnership ("TP"), Tontine Management, L.L.C., a Delaware limited liability company ("TM"), Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAA") and Jeffrey L. Gendell ("Mr. Gendell"). Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP; (b) TCO, the general partner of TMF; (c) TM, the general partner of TP; (d) TOA; and (e) TAA, the general partner of TCP 2.

(2) On October 1, 2013, TMF distributed 1,141,277 shares of Common Stock to TCP 2 in connection with the redemption of ownership interests in TMF held by TCP 2. The transaction described in this footnote did not change the aggregate Common Stock ownership of the filing parties.

(3) TCM, TCO, TM, TMF and TAA directly own 0 shares of Common Stock, TCP directly owns 4,554,357 shares of Common Stock, TP directly owns 2,637,092 shares of Common Stock, TOA directly owns 477,367 shares of Common Stock, TCP 2 directly owns 2,704,508 shares of Common Stock and Mr. Gendell directly owns 7,916 shares of Common Stock.

(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, or distributed by, TMF may be deemed to be, or have been, beneficially owned by TCO. The foregoing securities held by TP may be deemed to be beneficially owned by TM. 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, TCO, TMF, TP, TM, TOA, TCP 2 and TAA. 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. 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 or representing TCO's pro rata interest in, and interest in the profits of, TMF.

(6) 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 or representing TM's pro rata interest in, and interest in the profits of, TP. TOA 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 TOA. 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.

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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