

BUILDERS FIRSTSOURCE, INC.

Reported by
JLL ASSOCIATES G.P. V, L.L.C.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/08/17 for the Period Ending 09/06/17

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CIK	0001316835
Symbol	BLDR
Fiscal Year	12/31

FORM 4

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

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STATEMENT OF CHANGES IN 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 1940

1. Name and Address of Reporting Person * JLL Building Holdings, LLC (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol Builders FirstSource, Inc. [BLDR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
C/O JLL PARTNERS LLC, 450 LEXINGTON AVENUE, 31ST FLOOR (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) 9/6/2017			
NEW YORK, NY 10017 (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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, par value \$0.01 per share	9/6/2017		S		13482177	D	\$16.17	862407	I	See footnote (1)(2)
Common Stock, par value \$0.01 per share	9/6/2017		J (3)		862407	D	(3)	0	I	See footnote (1)(2)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- This report is filed jointly by JLL Building Holdings, LLC ("JLL Holdings"); JLL Partners Fund V, L.P., the sole member of JLL Holdings ("JLL Fund V"); JLL Associates V, L.P., the general partner of JLL Fund V (the "General Partner"); and JLL Associates G.P. V, L.L.C., the general partner of the General Partner (collectively, the "Reporting Persons"). JLL Holdings was previously the direct owner of 14,344,584 shares of common stock, par value \$0.01 per share ("Shares"), of Builders FirstSource, Inc. (the "Company"). By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), JLL Fund V, the General Partner and JLL Associates G.P. V, L.L.C. may be deemed to be the beneficial owners of any securities that may be beneficially owned by JLL Holdings. (continued in footnote 2)
- However, the foregoing Reporting Persons disclaim beneficial ownership of these securities, except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Exchange Act or for any other purpose.
- On September 6, 2017, JLL Holdings agreed to effect a pro rata distribution of 862,407 Shares to its sole member, JLL Fund V, for no consideration and in lieu of participation in the sale of Shares reported above. Immediately following receipt of such distribution, JLL Fund V intends to effect a pro rata distribution of such Shares to its general partner and certain of its limited partners, for no consideration. None of the recipients of Shares in such pro rata distributions were direct or indirect participants in the sale of Shares reported above.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JLL Building Holdings, LLC C/O JLL PARTNERS LLC 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017 JLL PARTNERS FUND V LP		X		

450 LEXINGTON AVE, 31ST FLOOR NEW YORK, NY 10017		X		
JLL Associates V, L.P. 450 LEXINGTON AVE, SUITE 3350 NEW YORK, NY 10017		X		
JLL Associates G.P. V, L.L.C. 450 LEXINGTON AVE, SUITE 3350 NEW YORK, NY 10017		X		

Signatures

JLL Building Holdings, LLC, JLL Partners Fund V, L.P., JLL Associates V, L.P., JLL Associates G.P. V, L.L.C. /s/ Daniel Agroskin, Authorized Signatory of JLL Associates G.P. V, L.L.C.

9/8/2017

--Signature of Reporting Person

Date

JLL Partners Fund V, L.P., JLL Associates V, L.P., JLL Associates G.P. V, L.L.C. /s/ Daniel Agroskin, Authorized Signatory of JLL Associates G.P. V, L.L.C.

9/8/2017

--Signature of Reporting Person

Date

JLL Associates V, L.P., JLL Associates G.P. V, L.L.C. /s/ Daniel Agroskin, Authorized Signatory of JLL Associates G.P. V, L.L.C.

9/8/2017

--Signature of Reporting Person

Date

JLL Associates G.P. V, L.L.C. /s/ Daniel Agroskin, Authorized Signatory of JLL Associates G.P. V, L.L.C.

9/8/2017

--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.

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