

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

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of Earliest Event Reported): June 11, 2021**



**IES Holdings, Inc.**

**Delaware  
(State or other jurisdiction  
of incorporation)**

**001-13783  
(Commission  
file number)**

**76-0542208  
(I.R.S. Employer  
Identification No.)**

**5433 Westheimer Road, Suite 500, Houston, Texas 77056  
(Address of principal executive offices and zip code)**

**Registrant's telephone number, including area code: (713) 860-1500**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

Securities registered pursuant to Section 12(b) of the Act:

| <u>Title of each class</u>               | <u>Trading<br/>Symbol</u> | <u>Name of each exchange on which registered</u> |
|--|---------------------------|--|
| Common Stock, par value \$0.01 per share | IESC                      | NASDAQ Global Market                             |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

On June 11, 2021, IES Holdings, Inc. (the "Company") issued a press release announcing that it had acquired the remaining 20% ownership interest in STR Mechanical, LLC ("STR"), a Charlotte, North Carolina-based provider of commercial and industrial mechanical services. The Company had previously acquired an 80% interest in STR in 2016. A copy of the press release is filed as Exhibit 99.1 to this Form 8-K.

The information set forth herein is furnished pursuant to Item 7.01–Regulation FD Disclosure and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of such section nor shall the information be deemed incorporated by reference in any filing of the Company.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <u>Exhibit<br/>Number</u> | <u>Description</u>  |
|---------------------------|---|
| 99.1 —                    | <a href="#">Press release dated June 11, 2021.</a>                          |
| 104 —                     | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**IES HOLDINGS, INC.**

*Date:* June 11, 2021 *By:* /s/ Mary K. Newman  
Name: Mary K. Newman  
Title: General Counsel and Corporate Secretary

**FOR IMMEDIATE RELEASE****IES Holdings Acquires Remaining Ownership Interest in Mechanical Services Business**

HOUSTON – June 11, 2021 – IES Holdings, Inc. (“IES”) (NASDAQ: IESC) announced today that it has acquired the remaining 20% ownership interest in STR Mechanical, LLC (“STR”), a Charlotte, North Carolina-based provider of commercial and industrial mechanical services. IES had previously acquired an 80% interest in STR in 2016. STR and its subsidiary Technical Services II, LLC provide heating, ventilation and air conditioning (HVAC) maintenance, repair, and replacement services as well as temperature control system installations throughout the Carolinas and Virginia.

Jeff Gendell, Chairman and Chief Executive Officer, said, “I want to thank Keith Moore, STR’s former CEO, for his contributions and we are pleased to continue to partner with Chris Landreth, President of STR, and the rest of the STR team, led by CEO Mike Ditty. We are focused on growing our mechanical services business organically and through acquisitions, with a continued focus on expanding our preventive and emergency services and renovation and retrofit capabilities.”

**About IES Holdings, Inc.**

IES is a holding company that owns and manages operating subsidiaries that design and install integrated electrical and technology systems and provide infrastructure products and services to a variety of end markets, including data centers, residential housing, and commercial and industrial facilities. Our more than 5,700 employees serve clients across the United States. For more information about IES, please visit [www.ies-co.com](http://www.ies-co.com).

**About STR Mechanical, LLC**

STR Mechanical provides commercial and industrial heating, ventilation and air conditioning (HVAC) services, including maintenance, repair, and replacement services, and temperature control system installations. For more information about STR, please visit <http://strmechanical.com/>.

**Company Contact:**

Will Albright  
Vice President of Corporate Development and Finance  
IES Holdings, Inc.  
(713) 860-1500

**Investor Relations Contact:**

Robert Winters or Ross Collins

Alpha IR Group

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*Certain statements in this release may be deemed "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, all of which are based upon various estimates and assumptions that the Company believes to be reasonable as of the date hereof. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "could," "should," "expect," "plan," "project," "intend," "anticipate," "believe," "seek," "estimate," "predict," "potential," "pursue," "target," "continue," the negative of such terms or other comparable terminology. These statements involve risks and uncertainties that could cause the Company's actual future outcomes to differ materially from those set forth in such statements. Such risks and uncertainties include, but are not limited to, the impact of the COVID-19 outbreak or future epidemics on our business, including the potential for job site closures or work stoppages, supply chain disruptions, construction delays, reduced demand for our services, or our ability to collect from our customers; the ability of our controlling shareholder to take action not aligned with other shareholders; the possibility that certain tax benefits of our net operating losses may be restricted or reduced in a change in ownership or a change in the federal tax rate; the potential recognition of valuation allowances or write-downs on deferred tax assets; the inability to carry out plans and strategies as expected, including our inability to identify and complete acquisitions that meet our investment criteria in furtherance of our corporate strategy, or the subsequent underperformance of those acquisitions; competition in the industries in which we operate, both from third parties and former employees, which could result in the loss of one or more customers or lead to lower margins on new projects; fluctuations in operating activity due to downturns in levels of construction or the housing market, seasonality and differing regional economic conditions; and our ability to successfully manage projects, as well as other risk factors discussed in this document, in the Company's annual report on Form 10-K for the year ended September 30, 2020 and in the Company's other reports on file with the SEC. You should understand that such risk factors could cause future outcomes to differ materially from those experienced previously or those expressed in such forward-looking statements. The Company undertakes no obligation to publicly update or revise any information, including information concerning its controlling shareholder, net operating losses, borrowing availability, or cash position, or any forward-looking statements to reflect events or circumstances that may arise after the date of this release.*

*Forward-looking statements are provided in this press release pursuant to the safe harbor established under the Private Securities Litigation Reform Act of 1995 and should be evaluated in the context of the estimates, assumptions, uncertainties, and risks described herein.*

*General information about IES Holdings, Inc. can be found at <http://www.ies-co.com> under "Investor Relations." The Company's annual report on Form 10-K, quarterly reports on Form 10-Q and current reports on Form 8-K, as well as any amendments to those reports, are available free of charge through the Company's website as soon as reasonably practicable after they are filed with, or furnished to, the SEC.*