

INDUSTRIAL DISTRIBUTION GROUP INC

Form 4

August 08, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *

KING LUTHER CAPITAL
MANAGEMENT CORP

(Last) (First) (Middle)

301 COMMERCE SUITE 1600,

(Street)

FORT WORTH, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

INDUSTRIAL DISTRIBUTION
GROUP INC [IDGR]

3. Date of Earliest Transaction

(Month/Day/Year)

08/06/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
X 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. 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	08/06/2008		J ⁽¹⁾		1,434,000	D	\$ 12.10	I	See footnote (1)

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
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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)**

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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 Repor Trans (Instr
				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
KING LUTHER CAPITAL MANAGEMENT CORP 301 COMMERCE SUITE 1600 FORT WORTH, TX 76102		X		
LKCM Private Discipline Master Fund, SPC C/O LUTHER KING CAPITAL MANAGEMENT 301 COMMERCE STREET, SUITE 1600 FORT WORTH, TX 76102		X		
King John Bryan 301 COMMERCE STREET SUITE 1600 FORT WORTH, TX 76102		X		
King Luther Jr 301 COMMERCE STREET SUITE 1600 FORT WORTH, TX 76102		X		

Signatures

/s/ J. Bryan King, for Luther King Capital Management Corporation	08/08/2008
<u> </u> **Signature of Reporting Person	Date
/s/ J. Bryan King, for LKCM Private Discipline Master Fund, SPC	08/08/2008
<u> </u> **Signature of Reporting Person	Date
/s/ J. Bryan King	08/08/2008
<u> </u> **Signature of Reporting Person	Date
/s/ J. Luther King, Jr.	08/08/2008

__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).

On August 6, 2008, Eiger Holdco, LLC ("Eiger") completed its acquisition of Industrial Distribution Group, Inc. ("IDG") on the terms and conditions set forth in the Agreement and Plan of Merger, dated April 25, 2008, by and among Eiger, Eiger Merger Corporation, and

- (1) IDG (the "Merger"). In connection with the Merger, each outstanding share of IDG common stock, par value \$0.01 per share ("Common Stock"), was cancelled and automatically converted into the right to receive \$12.10 per share in cash, without interest. As a result of the Merger, the shares of Common Stock beneficially owned by the Reporting Persons immediately prior to the Merger were cancelled.

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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