### Edgar Filing: Adelman Dean A - Form 4

Adelman De	an A											
Form 4												
January 14, 2	2009											
FORM	14		a apour			<b>TT A N</b> T	CE C	OMMISSION		PROVAL		
	UNITE	DSIAIE			ND EXC D.C. 2054		GE C	OMMISSION	OMB Number:	3235-0287		
Check th	is box		vv a	sinington,	D.C. 203	-7			Expires:	January 31,		
if no longer STATEMENT OF CHAT				NGES IN BENEFICIAL OWN				NERSHIP OF	2005			
	subject to STATEMENT OF CHAN				SECURITIES				Estimated aver			
Form 4 c									burden hours per response 0.5			
Form 5	Filed p	oursuant to	Section 1	6(a) of the	e Securitie	es Exc	change	e Act of 1934,				
obligatio may cont				•		•		1935 or Section	n			
See Instr		30(h)	) of the In	vestment	Company	Act of	of 194	0				
1(b).												
(Print or Type ]	Responses)											
				2. Issuer Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
	cuii i i		-	Symbol BlueLinx Holdings Inc. [BXC]								
					-	ac j		(Chec	k all applicable	)		
(Last)	(First)	(Middle)		f Earliest Tr	ansaction			Director	10%	Owner		
				onth/Day/Year) /13/2009				Officer (give title Other (specify				
WILDWOOD PARKWAY				1012003				below) below) Chief Administrative Officer				
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
Theo				red(monul/Day/Tear)				_X_ Form filed by One Reporting Person				
ATLANTA	, GA 30339							Form filed by M Person	Iore than One Re	porting		
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative Se	ecuriti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Da			ed 3. 4. Securities Acquired Date, if Transaction(A) or Disposed of (D)				5. Amount of Securities Form: Direct Indirect				
(Instr. 3)		Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)					Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
						(A)		Reported				
						or		Transaction(s) (Instr. 3 and 4)				
0				Code V	Amount	(D)	Price	(msu. 5 and <del>+</del> )				
Common Stock	01/13/2009			А	118,391 (1)	А	\$0	169,229 <u>(2)</u>	D			

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.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and       7. Title and A         Expiration Date       Underlying S         (Month/Day/Year)       (Instr. 3 and 4)		Securities	8. Price Deriva Securit (Instr. :	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 10.29					(3)	11/09/2015	Common Stock	17,000	
Stock Options (right to buy)	\$ 14.01					<u>(4)</u>	06/05/2016	Common Stock	21,169	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Adelman Dean A BLUELINX CORPORATION, 4300 WILDWOOD PARKWAY ATLANTA, GA 30339			Chief Administrative Officer				
Signatures							
/s/ Matthew R. Nozemack, Attorney-in-Fact		01/14/	2009				

#### <u>\*\*</u>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) These shares of common stock will vest three years from the date of grant.
- (2) Certain of these shares of common stock are subject to vesting based on certain time and performance requirements.

The option for the purchase of 14,000 shares, which option was granted to Mr. Adelman, vested on the first, second and third anniversary of the grant date of November 9, 2005 in the proportion of 34%, 33% and 33%, respectively. The remaining option to purchase 3,000

- (3) of the grant date of November 9, 2009 in the proportion of 94%, 55% and 55%, respectively. The remaining option to parenase 9,000 shares will vest on December 31, 2009, provided that certain performance targets established by the Company's board or compensation committee are attained.
- (4) These stock options vest in five equal annual installments commencing on January 3, 2007.

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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