

Loeb Daniel S
Form 4
June 26, 2018

FORM 4

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

OMB APPROVAL

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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 *
Loeb Daniel S

2. Issuer Name and Ticker or Trading Symbol
Green Brick Partners, Inc. [GRBK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
390 PARK AVENUE,

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/26/2018

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

NEW YORK, NY 10022

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(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		
Common Stock, par value \$0.01 per share ("Common Stock")						128,245	D
Common Stock	06/26/2018		S ⁽³⁾		7,140,233	\$ 9.0725	D
					⁽³⁾	942,789	I
					⁽⁴⁾		See Footnotes (1) (2)

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

SEC 1474 (9-02)

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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 Owned Following Transaction (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
Loeb Daniel S 390 PARK AVENUE NEW YORK, NY 10022		X		
Third Point LLC 390 PARK AVENUE NEW YORK, NY 10022		X		
THIRD POINT PARTNERS LP C/O THIRD POINT LLC 390 PARK AVENUE NEW YORK, NY 10022		X		
THIRD POINT PARTNERS QUALIFIED L P C/O THIRD POINT LLC 390 PARK AVENUE NEW YORK, NY 10022		X		
Third Point Offshore Master Fund, L.P. C/O THIRD POINT LLC 390 PARK AVENUE NEW YORK, NY 10022		X		
Third Point Ultra Master Fund L.P. C/O THIRD POINT LLC 390 PARK AVENUE		X		

NEW YORK, NY 10022

Third Point Reinsurance Co Ltd.
C/O THIRD POINT LLC
390 PARK AVENUE
NEW YORK, NY 10022 X

Third Point Reinsurance Ltd.
C/O THIRD POINT, LLC
390 PARK AVENUE
NEW YORK, NY 10022 X

Third Point Reinsurance (USA) Ltd.
C/O THIRD POINT LLC
390 PARK AVENUE
NEW YORK, NY 10022 X

Signatures

/s/ William Song, as attorney-in-fact for Daniel S. Loeb	06/26/2018
**Signature of Reporting Person	Date
Third Point LLC, By: Daniel S. Loeb, Chief Executive Officer, By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Partners L.P., By: Third Point Advisors LLC, its General Partner, By: Daniel S. Loeb, Managing Member; By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Partners Qualified L.P., By: Third Point Advisors LLC, its General Partner, By: Daniel S. Loeb, Managing Member, By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Offshore Master Fund L.P., By: Third Point Advisors II LLC, its General Partner, By: Daniel S. Loeb, Managing Member, By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Ultra Master Fund L.P., By: Third Point Advisors II LLC, its General Partner, By: Daniel S. Loeb, Managing Member, By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Reinsurance Company Ltd., By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Reinsurance Ltd., By: /s/ William Song, Attorney-in-Fact	06/26/2018
**Signature of Reporting Person	Date
Third Point Reinsurance (USA) Ltd., By: /s/ William Song, Attorney-in-Fact	06/26/2018
**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)

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The securities disclosed in this Form 4 are owned by (i) certain funds (the "Funds") managed by Third Point LLC ("Third Point") and by (ii) Third Point Reinsurance Company Ltd. ("Third Point Re") and Third Point Reinsurance (USA) Ltd. ("Third Point Re US"), with respect to which Third Point LLC is the investment manager. Daniel S. Loeb is the Chief Executive Officer of Third Point. By reason of the provisions of Rule 16a-1 under the Securities Exchange Act of 1934, as amended (the "Act"), Third Point and Mr. Loeb may be deemed to be the beneficial owners of the securities beneficially owned by the Funds and by Third Point Re and Third Point Re US.

Third Point and Mr. Loeb each disclaims beneficial ownership of these securities except to the extent of any indirect pecuniary interest therein, and this report shall not be deemed to be an admission that Third Point or Mr. Loeb is the beneficial owner of these securities for purposes of Section 16 of the Act, and the rules promulgated thereunder or for any other purpose. Each of Third Point Partners L.P.

- (2) ("Third Point LP"), Third Point Partners Qualified L.P. ("Third Point Qualified"), Third Point Offshore Master Fund L.P. ("Third Point Offshore"), Third Point Ultra Master Fund L.P. ("Third Point Ultra"), Third Point Re and Third Point Re US hereby disclaims beneficial ownership of any securities reported herein other than those which it directly holds, for purposes of Section 16 of the Act and the rules promulgated thereunder or for any other purpose.
- (3) The shares were sold by each of the Funds pursuant to an underwritten public offering, which closed on June 26, 2018.
- (4) The selling price of such shares was \$9.0725, which represents the price to the public less the underwriting discounts and commissions.

Remarks:

List of Exhibits: Exhibit 99.1 - Joint Filer Information

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.