

Genie Energy Ltd.
Form SC 13G/A
February 10, 2017

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

**SCHEDULE
13G/A*
(Rule 13d-102)**

**UNDER THE
SECURITIES
EXCHANGE
ACT OF 1934**

Amendment No.
1

GENIE
ENERGY LTD.
(Name of Issuer)

Class B common
stock, \$0.01 par
value
(Title of Class of
Securities)

372284208
(CUSIP Number)

December 31,
2016

(Date of event
which requires
filing of this
statement)

Check the
appropriate box
to designate the
rule pursuant to

which this
Schedule 13G is
filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 8
Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

		NAMES OF REPORTING PERSONS
1		I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2		Ilex Partners, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER (b) ** OF A GROUP**
3		SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4		Delaware
	5	SOLE VOTING POWER
	6	-0- SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	1,551,178 SOLE DISPOSITIVE POWER
	8	-0- SHARED DISPOSITIVE POWER
9		1,551,178 AGGREGATE AMOUNT

BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

1,551,178
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)

10

EXCLUDES
CERTAIN
SHARES**
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

11

6.72
TYPE OF
REPORTING
PERSON**

12

OO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

		NAMES OF REPORTING PERSONS
1		I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2		Steinhardt Overseas Management, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER (b) ** OF A GROUP**
3		SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4		United States SOLE VOTING POWER
5		-0- SHARED VOTING POWER
6	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	1,551,178 SOLE DISPOSITIVE POWER
7		-0- SHARED DISPOSITIVE POWER
8		1,551,178
9		

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
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PERSON

1,551,178
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IF THE
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AMOUNT IN ..
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CLASS
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AMOUNT IN ROW
(9)

11

6.72
TYPE OF
REPORTING
PERSON**

12

PN

		NAMES OF REPORTING PERSONS
1		I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2		Michael H. Steinhardt CHECK THE APPROPRIATE BOX IF A MEMBER (b) ** OF A GROUP**
3		SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4		United States SOLE VOTING POWER
5		-0- SHARED VOTING POWER
6	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	1,551,178 SOLE DISPOSITIVE POWER
7		-0- SHARED DISPOSITIVE POWER
8		1,551,178 AGGREGATE AMOUNT
9		

BENEFICIALLY
OWNED BY EACH
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IF THE
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PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

11

6.72
TYPE OF
REPORTING
PERSON**

12

IN

Item 1(a). NAME OF ISSUER:

The name of the issuer is GENIE ENERGY LTD. (the "Company")

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

The Company's principal executive offices are located at 520 Broad Street Newark NJ 07102

Item 2(a). NAME OF PERSON FILING:

This statement is filed by:

- (i) Ilex Partners, L.L.C., a Delaware limited liability company ("Ilex"), with respect to the shares of Common Stock directly held by it;
- (ii) Steinhardt Overseas Management, L.P., a Delaware limited partnership ("SOM"), with respect to the shares of Common Stock directly held by Ilex; and
- (iii) Michael H. Steinhardt ("Mr. Steinhardt"), with respect to the shares of Common Stock directly held by Ilex.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party. The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of the business office of each of the Reporting Persons is 650 Madison Avenue, 17th Floor, New York, New York 10022.

Item 2(c). CITIZENSHIP:

Ilex is a limited liability company organized under the laws of the State of Delaware. SOM is a limited partnership organized under the laws of the State of Delaware. Mr. Steinhardt is a United States citizen.

Item 2(d). TITLE OF CLASS OF SECURITIES:

Class B common stock, par value \$0.01 per share (the "Common Stock").

Item 2(e). CUSIP NUMBER:

372284208.

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) " Broker or dealer registered under Section 15 of the Act;
- (b) " Bank as defined in Section 3(a)(6) of the Act;
- (c) " Insurance company as defined in Section 3(a)(19) of the Act;
- (d) " Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e) " An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (f) "
- (g) " A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (h) "
- (i) " A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) " A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) " Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please

specify the type of institution: _____

Item 4. OWNERSHIP.

A. Ilex Partners, L.L.C.

- (a) Amount beneficially owned: 1,551,178
Percent of class: 6.72%. The percentages used herein and in the rest of Item 4 are calculated based upon the 23,072,641 shares of
- (b) Common Stock issued and outstanding as of November 7, 2016 as reported by the Company in the Form 10-Q filed by the Company on November 9, 2016.
- (c) (i) Sole power to vote or direct the vote: -0-

- (ii) Shared power to vote or direct the vote: 1,551,178
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition of: 1,551,178

B. Steinhardt Overseas Management, L.P.

(a) Amount beneficially owned: 1,551,178

(b) Percent of class: 6.72%

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 1,551,178

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 1,551,178

C. Michael H. Steinhardt

(a) Amount beneficially owned: 1,551,178

(b) Percent of class: 6.72%

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 1,551,178

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 1,551,178

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

Item 10. CERTIFICATION.

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2017

/s/ MICHAEL H. STEINHARDT
Michael H. Steinhardt, individually, and
as general partner of
Steinhardt Overseas Management, L.P.,
for itself and as
managing member of
Ilex Partners, L.L.C.