

WESLEY CHARLES R

Form 4

June 04, 2018

FORM 4

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

OMB APPROVAL

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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 *
WESLEY CHARLES R

2. Issuer Name and Ticker or Trading Symbol
ALLIANCE RESOURCE PARTNERS LP [ARLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1717 S. BOULDER AVENUE, SUITE 400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President

TULSA, OK 74119

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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)
Common Unit	05/31/2018		A	V Amount (1) 1,035,728	A (D) Price 1,035,728	D (2)	
Common Unit	05/31/2018		A	635,618	A (D) 635,618	I	By Wesley Family LP (3)
Common Unit	05/31/2018		A	167,116	A (D) 167,116	I	By Trust (4)
Common Unit	05/31/2018		A	1,035,729	A (D) 1,035,729	I	By Trust (5)

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- The common units were acquired as consideration for the AHGP common units held by the reporting person immediately prior to the effectiveness of the transactions contemplated by the Simplification Agreement dated February 22, 2018 (the "Simplification Agreement"). Pursuant to the Simplification Agreement, all AHGP common units were canceled and converted into the right to receive all of the ARLP common units held by AHGP and its subsidiaries on May 31, 2018. Based on a formula calculated pursuant to the Simplification Agreement, the exchange ratio was 1.478181161 ARLP common units for each AHGP common unit.
- (1) Units held by the Charles Wesley Revocable Trust U/A dated 3/28/2006, which Charles R. Wesley III is trustee.
 - (2) Units held by the Wesley Family LP, which Charles R. Wesley III is trustee.
 - (3) Units held by the Charles R. Wesley Family Trust Irrevocable Trust Agreement, which Nancy Wesley is trustee.
 - (4) Units held by the Nancy Wesley Revocable Trust U/A dated 03/28/2006, which Nancy Wesley is trustee.
 - (5) Units held by the Charles Wesley 2016 Retained Annuity Trust, which Jeffrey Burns is trustee
 - (6) Units held by the Nancy Wesley 2016 Retained Annuity Trust, which Jeffrey Burns is trustee.
 - (7) 1 for 1
 - (8) The Phantom Units are to be settled in ARLP common units upon the reporting person's death or termination
 - (9) Not applicable

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.