## Edgar Filing: Atlas Resource Partners, L.P. - Form 4

Atlas Resource Partners, L.P. Form 4

Units

September 0	1, 2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE CO Washington, D.C. 20549						OMMISSION	OMB AF OMB Number:	Number:3235-0287Expires:January 31, 2005Estimated average burden hours per response0.5			
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may com <i>See</i> Instr 1(b).	ger 5 16. 5 5 5 5 5 5 5 5 5 5 5 5 5	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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 <u>*</u> Schumacher Mark D			2. Issuer Name <b>and</b> Ticker or Trading Symbol Atlas Resource Partners, L.P. [ARPJ]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1845 WALNUT STREET, 10TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 09/01/2016				Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President				
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PHILADEL	PHIA, PA 1910	3						Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	ecuriti	es Acqu	uired, Disposed of	, or Beneficiall	y Owned	
(Instr. 3) any		Execution any	med 3. 4. Securities Acquired on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8) (A)			of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common	09/01/2016			Code V J	Amount 153,452	or (D) D	Price ( <u>1)</u>	Transaction(s) (Instr. 3 and 4) 0	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) 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)

(1)

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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Schumacher Mark D 1845 WALNUT STREET 10TH FLOOR PHILADELPHIA, PA 19103			Senior Vice President					
Signatures								
Lisa Washington, attorney-in-fact	0	9/01/2016						
**Signature of Reporting Person		Date						

## **Explanation of Responses:**

receipt of any consideration.

- \* 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 26, 2016, an order confirming the pre-packaged plan of reorganization (the "Plan") of Atlas Resource Partners, L.P. (the "Partnership") and certain of its subsidiaries was entered by the United States Bankruptcy Court for the Southern District of New York. On September 1, 2016, the Plan became effective pursuant to its terms and all of the Partnership's equity was cancelled without the

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.