

CRAFT JOSEPH W III  
Form 4  
August 01, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
CRAFT JOSEPH W III

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)  
07/28/2017

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

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) |            |   |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|------------|---|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |            |   |   |
| Common Unit                     | 07/28/2017                           |  | J <sup>(4)</sup>               |   | 56,100,000  | A  | <del>(4)</del>  | 87,188,338 | I | By Alliance Holdings GP, L.P.<br><sup>(5)</sup> |
| Common Unit                     | 07/28/2017                           |  | J <sup>(4)</sup>               |   | 7,181   | A  | <del>(4)</del>  | 7,181      | I | By Alliance Resource GP, LLC<br><sup>(5)</sup>  |
|                                 |                                      |  |                                |   |   |  |   | 357,452    | D |   |

Common Unit

Common Unit 2,000 I By son

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. SEC 1474 (9-02)

**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Phantom unit                               | (1)  |                                      |  |                                |   | (2) (3)  | Common unit   | 201,103                                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| CRAFT JOSEPH W III<br>1717 S. BOULDER AVENUE<br>SUITE 400<br>TULSA, OK 74119 | X             | X         | President and Chief Executive |       |

## Signatures

/s/ Joseph W. Craft by Kenneth Hemm, pursuant to power of attorney dated April 10, 2013 08/01/2017

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).

Edgar Filing: CRAFT JOSEPH W III - Form 4

- (1) 1 for 1
- (2) The Phantom units are to be settled in ARLP common units upon the reporting person's death or termination.
- (3) Not applicable

(4) On July 28, 2017, (i) Alliance Resource Management GP, LLC ("MGP") contributed to Alliance Resource Partners, L.P. ("ARLP") all of its incentive distribution rights representing non-voting interests in ARLP together with its 0.99% general partner interest in ARLP in exchange for a non-economic general partner interest in ARLP and 56,100,000 common units representing limited partner interests in ARLP, and (ii) Alliance Resource GP, LLC ("SGP") contributed to ARLP its 0.01% general partner interest in ARLP and its 0.01% general partner interest in Alliance Resource Operating Partners, L.P. in exchange for 7,181 common units of ARLP. MGP then distributed its 56,100,000 common units of ARLP to its sole member MGP II, LLC ("MGP II").

(5) Mr. Craft indirectly wholly owns Alliance GP, LLC, the general partner of AHGP, which wholly owns MGP II and directly owns 31,088,338 common units of ARLP. Mr. Craft and Kathleen S. Craft jointly own SGP. Mr. Craft disclaims beneficial ownership of the common units of ARLP held by AHGP, MGP II and SGP except to the extent of his pecuniary interest therein.

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.