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ROCHWARGER GEOFFREY

Form 4

December 12, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31,

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5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

Stock, \$.01

par value per share

(Print or Type Responses)

1. Name and Address of Reporting Person *

ROCHWAR	Y Symbol		Č	Issuer				
	Genie E	nergy Ltd	l. [GNE]	(Check all applicable)				
(Last)	(First) (M	,	Earliest Tra	ansaction	Dinastan	100	/ Owner	
C/O GENIE BROAD ST		(Month/Day/Year) 12/08/2011			Director 10% Owner _X Officer (give title Other (specify below) Vice Chairman			
	4. If Amer	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
		Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed b	y One Reporting Po	erson	
NEWARK,	NJ 07102					More than One Ro		
(City)	(State)	(Zip) Table	e I - Non-D	erivative Securities A	equired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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)	
Class B								
Common					(1)			

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

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37,476 (1)

D

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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)	ar) Execution Date, if Transaction of any Code Derice (Month/Day/Year) (Instr. 8) Section (A) Disp (D) (Instr. 8)		Derive Secur Acqui (A) or Dispo	ative ities red sed of 3, 4,	6. Date Exer Expiration D (Month/Day)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 6.85	12/08/2011		D(2)		889	<u>(2)</u>	12/13/2011	Class B Common Stock	889
Employee Stock Option (right to buy)	\$ 6.85	12/08/2011		A(2)	889		(2)	04/15/2012	Class B Common Stock	889

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROCHWARGER GEOFFREY C/O GENIE ENERGY LTD. 550 BROAD STREET NEWARK, NJ 07102

Vice Chairman

Signatures

Joyce J. Mason, by Power of Attorney

12/12/2011

**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) Includes Restricted Stock that vests as follows: 12,487 shares on November 3, 2012 and 12,488 shaers on each of November 3, 2013 and November 3, 2014. Mr. Rochwarger will also receive 18,000 shares of Class B Common Stock on each of January 5, 2012, January 5, 2013 and January 5, 2014 for a total of 54,000 shares in connection with IDT Corporation's pro-rata spinoff of the Registrant. Such shares will be issued pursuant to a Separation Agreement between IDT Corporation and the Registrant in conjunction with a Deferred Stock

Reporting Owners 2

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Agreement between Mr. Rochwarger and IDT Corporation under which upon the occurrence of certain events Mr. Rochwarger will be granted 18,000 shares of IDT Corporation Class B Common Stock on each of January 5, 2012, January 5, 2013 and January 5, 2014.

The two reported transactions involved an amendment of an outstanding option to extend the expiration date, resulting in the deemed (2) cancellation of the "old" option and the grant of a replacement option. The option was originally granted on November 3, 2011 and vested immediately.

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.