### Edgar Filing: AZURE MIDSTREAM PARTNERS, LP - Form 4/A

AZURE MIDSTREAM PARTNERS, LP Form 4/A

February 05, 201	6									
FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check 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 SECURITIESFiled 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									PPROVAL 3235-0287 January 31, 2005 average Jrs per . 0.5	
(Print or Type Respo 1. Name and Address		Person <u>*</u>	2. Issue	er Name <b>an</b>	l Ticker or	Trading	5. Relationship of	of Reporting Per	rson(s) to	
Davis Victor		Symbol AZURE MIDSTREAM PARTNERS, LP [AZUR]				Issuer (Check all applicable)				
(Last) 12377 MERIT D	3. Date of Earliest Transaction (Month/Day/Year) 01/27/2016				Director 10% Owner X Officer (give title Other (specify below) below) Vice President of Operations					
(Street) DALLAS, TX 75251			4. If Amendment, Date Original Filed(Month/Day/Year) 01/29/2016			1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date hth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)	
Reminder: Report or	n a separate line	for each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to respo ys a curren	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired or Dispos (D) (Instr. 3, and 5)	sed of					(In
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(1)	01/27/2016		А		15,000		(2)	(3)	Common Units	15,000	

## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Davis Victor 12377 MERIT DRIVE SUITE 300 DALLAS, TX 75251			Vice President of Operations	
Signatures				

### Jiynaluies

/s/ Stacy Murray, as Attorney in Fact for Victor Davis	02/05/2016	
<b>**</b> 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).

Phantom units awarded under the Issuer's 2013 Long-Term Incentive Plan. Each phantom unit is the economic equivalent of one common unit of Azure Midstream Partners, LP and entitles the grantee to receive one common unit or an amount of cash equal to the fair (1)

market value of a common unit upon the vesting of the phantom unit.

(2) The phantom units shall vest in a single installment with such vesting in full to take place on July 18, 2016.

Upon the termination of the Reporting Person's services for any reason during an applicble restricted period, all outstanding unvested (3) phantom units held by such Reporting Person shall be automatically forfeited, unless such forfeiture is otherwise waived, in whole or in part, by the board of directors of Azure Midstream Partners GP, LLC, the general partner of the Issuer (the "General Partner").

#### **Remarks:**

The Reporting Person is the Vice President - Operations of the General Partner. The Issuer is managed by the directors and ex-

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.