CRAFT JOSEPH W III
Form 4
June 04, 2018

FORM 4

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

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)	3. Date of Earliest Transaction (Month/Day/Year) 05/31/2018	__X__ Director __X__ 10% Owner __X__ Officer (give title _____ Other (specify below) below) President and Chief Executive
1717 S. BOULDER AVENUE, SUITE 400		
(Street)	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 ___ Form filed by More than One Reporting Person
TULSA, OK 74119		
(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	05/31/2018		D		87,188,338 (6)	D	(4)	0	I	By Alliance Holdings GP, L.P. (6) (7)
Common Unit	05/31/2018		A		1,343,348	A	(4)	1,350,529	I	By Alliance Resource GP, LLC (6)
	05/31/2018		A			A	(4)		D	

Common Unit					18,235,922 [(4)](#) [(5)](#)		18,593,374 [(5)](#)		
Common Unit							2,000	I	By son
Common Unit	05/31/2018			A	168,603	A [(4)](#)	168,603	I	Through spouse

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

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(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)
				Code	V	(A)	(D)			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom unit	[(1)](#)									[(2)](#)	[(3)](#)	Common unit	223,650	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRAFT JOSEPH W III 1717 S. BOULDER AVENUE SUITE 400 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	06/04/2018
**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)	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)	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.
(5)	Held through the JWC III Rev Trust, of which Mr. Craft is trustee.
(6)	Mr. Craft indirectly wholly owns Alliance GP, LLC, the former general partner of Alliance Holdings GP, L.P. ("AHGP"), which wholly owns MGP II, LLC ("MGP II"), the former owner of 56,100,000 common units of ARLP, and AHGP directly owned 31,088,338 common units of ARLP all of which were distributed as disclosed in footnote 4 above. Mr. Craft and Kathleen S. Craft jointly own Alliance Resource GP, LLC ("SGP"). Mr. Craft disclaimed beneficial ownership of the common units of ARLP formerly held by AHGP and MGP II except to the extent of his pecuniary interest therein, and Mr. Craft disclaims beneficial ownership of the common units of ARLP held by SGP except to the extent of his pecuniary interest therein.
(7)	Pursuant to the Simplification Agreement, MGP II distributed (a) 99.999% of the 56,100,000 ARLP common units to AHGP and (b) 0.001% of the 56,100,000 ARLP Common Units to ARM GP Holdings, Inc. ("ARMH"), which ARMH then distributed to AHGP. Thereafter, the AHGP Common Units were canceled and converted into the right to receive all of the ARLP Common Units held by AHGP and its subsidiaries.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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