#### Edgar Filing: LEGACY RESERVES LP - Form 4

#### LEGACY RESERVES LP

Form 4 June 17, 2015

# FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires:

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

2005 Estimated average burden hours per

Form 5 obligations may continue.

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

response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Brown Cary D			on * 2. Issuer Na Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
		LEGACY	LEGACY RESERVES LP [LGCY]			(Check all applicable)				
(Last)	(First)	(Midd	le) 3. Date of Ea	arliest Trans	saction	`				
			(Month/Day/	Year)		X Director 10%				
303 W. WALL STREET, SUITE			E 06/15/201:	5		Officer (give title Other (specify below)				
1800						below)	below)			
	(Street)		4. If Amenda	ment, Date	Original	6. Individual or Joint/Group Filing(Check				
Filed()			Filed(Month/	Day/Year)		Applicable Line) _X_ Form filed by One Reporting Person				
MIDLAND, TX 79701							Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I	- Non-Der	ivative Securities Acqu	iired, Disposed of	, or Beneficiall	y Owned		
1.Title of	2. Transactio	on Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of		
Security	(Month/Day	/Year)	Execution Date, if	Transactio	or(A) or Disposed of	Securities	Ownership	Indirect		
(Instr. 3)			any	Code	(D)	Beneficially	Form: Direct			
			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	(D) or	Ownership		
						Following	Indirect (I)	(Instr. 4)		

(A)

or

(D)

Price

Amount

Reported

Transaction(s)

(Instr. 3 and 4)

(Instr. 4)

Units

representing

06/15/2015 limited A 11,025 A \$0 998,223 D

partner interests

interests

Units

representing See Ι limited 3,012,540 footnote (1)(2)partner

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

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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. Transactio Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D)	S	ate	Amou Under Secur	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Brown Cary D 303 W. WALL STREET, SUITE 1800 X MIDLAND, TX 79701

## **Signatures**

/s/ Dan G. Leroy, as attorney-in-fact for Cary D.
Brown 06/17/2015

\*\*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).
- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the (1) inclusion of these units in this report shall not be deemed an admission of beneficial ownership of all the reported units for the purposes of Section 16 or for any other purpose.
- (2) Includes 800,000 units held by DAB Family Properties, Ltd., an entity partially owned by Brown Heirs 2012 Trust and 2,212,540 units held by Cary Brown Family LP. Mr. Cary D. Brown is both a co-trustee and a beneficiary of the Brown Heirs 2012 Trust.

#### **Remarks:**

Chairman of the Board of Directors of Legacy Reserves GP, LLC, the general partner of Legacy Reserves LP. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 2

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