## Edgar Filing: STONEMOR PARTNERS LP - Form 4

| Form 4  | R PARTNERS L                             | Р             |   |                                    |   |   |          |  |   |                          |  |
|---|--|---------------|---|------------------------------------|---|---|----------|--|---|--------------------------|--|
| November 17, 2015<br>FORM 4 UNITED STATES<br>Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continue<br>NOVEMBER 4<br>UNITED STATES |  |               | S SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549<br>F CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Section 16(a) of the Securities Exchange Act of 1934,<br>Public Utility Holding Company Act of 1935 or Section<br>of the Investment Company Act of 1940 |                                    |   |   |          | N OMB<br>Number:<br>Expires:<br>Estimated<br>burden hou<br>response  | Number: 3235-0287<br>Number: January 31,<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |                          |  |
| 1(b).<br>(Print or Type I   | Responses)                               |               |   |                                    |   |   |          |  |   |                          |  |
| 1. Name and Address of Reporting Person <u>*</u><br>MILLER LAWRENCE   |  |               | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>STONEMOR PARTNERS LP<br>[STON]   |                                    |   |   | -        | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)  |   |                          |  |
|   | (First) (<br>EMOR PARTNE<br>ETERANS HIGH |               |   | of Earliest T<br>Day/Year)<br>2015 | ransaction  |   |          | X Director<br>X Officer (giv<br>below)<br>P  |   | % Owner<br>her (specify  |  |
| LEVITTOW  | (Street)<br>VN, PA 19056                 | Filed(Mo      |   |                                    | Amendment, Date Original<br>Month/Day/Year)         |   |          | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting |   |                          |  |
| (City)  | (State)                                  | (Zip)         | Tab   | ole I - Non-I                      | Derivative  | Secu  | rities A | Person .cquired, Disposed of   | of. or Beneficia  | llv Owned                |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year)  |               | ed 3. 4. S<br>Date, if TransactionAcc<br>Code Dis   |                                    | 4. Securit<br>nAcquired<br>Disposed<br>(Instr. 3, 4 | curities<br>ired (A) or<br>osed of (D)<br>c. 3, 4 and 5)<br>(A)<br>or |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned  |   | 7. Nature of<br>Indirect |  |
| Reminder: Rep   | ort on a separate line                   | e for each cl | ass of sec  | urities benet                      | ficially ow   | ned di  | rectly o | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of<br>orDerivative<br>Securities Acqu<br>(A) or Disposed<br>(D)<br>(Instr. 3, 4, and | l of | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>Underlying Securitie<br>(Instr. 3 and 4) |                          |
|---|---|---|---|--|--|------|--|--------------------|---|--------------------------|
|   |   |   |   | Code V                                 | (A)  | (D)  | Date<br>Exercisable  | Expiration<br>Date | Title   | Amour<br>Numbe<br>Shares |
| Distribution<br>Equivalent<br>Rights                | <u>(1)</u>  | 11/13/2015                              |   | А                                      | 1,688.9672<br>(2)  |      | (3)  | (3)                | common<br>units   | 1,688                    |
| Reporting Owners                                    |   |   |   |  |  |      |  |                    |   |                          |
| <b>Reporting Owner Name / Address</b>               |   |   | Director 10% Ov   | Relations                              | •  | Ot   | har  |                    |   |                          |

## Edgar Filing: STONEMOR PARTNERS LP - Form 4

|  | Director  | 10% Owner | Officer        | Other |
|--|-----------|-----------|----------------|-------|
| MILLER LAWRENCE<br>C/O STONEMOR PARTNERS, L.P.<br>311 VETERANS HIGHWAY, SUITE B<br>LEVITTOWN, PA 19056 | Х         |           | President; CEO |       |
| Signatures   |           |           |                |       |
| /s/ Shirley Herman,<br>Attorney-in-Fact  | 11/17/202 | 15        |                |       |

Date

\*\*Signature of Reporting Person

## **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 distribution equivalent rights accrue on restricted phantom units representing limited partner interests and become payable, in cash or common units, at the election of the issuer, upon the separation of the reporting person from service as a director or upon the occurrence of certain other events specified in Section 409A of the Internal Revenue Code of 1986, as amended. Each distribution equivalent right is the economic equivalent of one common unit representing a limited partner interest.

- (2) These distribution equivalent rights accrue under the StoneMor Partners L.P. Long-Term Incentive Plan, as amended.
- (3) See Footnote 1.

Represents restricted phantom units allocated to the reporting person's deferred compensation account, including distribution equivalent
 (4) rights credited to such person's deferred compensation account in the form of phantom units and accrued on all phantom units allocated or credited to such account.

## **Remarks:**

The filing of this statement shall not be construed as an admission (a) that the person filing this statement is, for the purposes of

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.