### Edgar Filing: STONEMOR PARTNERS LP - Form 4

STONEMOR PARTNERS LP Form 4 August 18, 2016	•							
						OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE CO Washington, D.C. 20549					COMMISSION	N OMB Number:	3235-0287	
Section 16.	IENT OF CHAN	NGES IN SECUF		ICIAL OV	WNERSHIP OF	Expires: Estimated burden hor	•	
abligations	suant to Section ( a) of the Public U 30(h) of the In	Itility Hol	ding Cor	npany Act	of 1935 or Section		. 0.5	
(Print or Type Responses)								
1. Name and Address of Reporting F POUND LEO J	Symbol STONI	2. Issuer Name <b>and</b> Ticker or Trading Symbol STONEMOR PARTNERS LP [STON]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (M C/O STONEMOR PARTNER L.P., 3600 HORIZON BOULEVARD	(Month/	of Earliest T Day/Year) 2016	ransaction		X Director Officer (giv below)		% Owner her (specify	
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
TREVOSE, PA 19053					Person	More than One R	eporting	
(City) (State) (	(Zip) Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
(Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect	
Reminder: Report on a separate line :	for each class of sec				or indirectly.			

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (E	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Phantom Units	<u>(1)</u>	08/17/2016		А	164.2036	(2)	(2)	common units	164.2036 <u>(3)</u>

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## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
POUND LEO J C/O STONEMOR PARTNERS L.P. 3600 HORIZON BOULEVARD TREVOSE, PA 19053	х			
Signatures				
/s/ Shirley Herman, Attorney-in-Fact	08/18	8/2016		
**Signature of Reporting Person	D	ate		
Explanation of Poone	N000			

# **Explanation of Responses:**

Internal Revenue Code of 1986, as amended.

- \* 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).

Each restricted phantom unit representing limited partner interests is the economic equivalent of one common unit representing limited partner interests. Restricted phantom units 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

- (2) See Footnote 1.
- (3) The reporting person received these restricted phantom units pursuant to the StoneMor Partners L.P. 2014 Long-Term Incentive Plan in lieu of payment to the reporting person of \$4,000 which represents a portion of his annual director's retainer fee.
- Represents restricted phantom units allocated to the reporting person's deferred compensation account, including distribution equivalent
   rights that accrued under StoneMor Partners L.P. 2014 Long-Term Incentive Plan, 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.