### Edgar Filing: Sprague Resources LP - Form 4

Sprague Resou Form 4	rces LP												
January 28, 20	16												
FORM	Л									OMB AF	PROVAL		
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287				
Check this b	oox		,, asir		, _						January 31,		
if no longer subject to Section 16. Form 4 or Form 5 obligations may continu	S ection 16(a ublic Utili	HANGES IN BENEFICIAL OWNERSH SECURITIES tion 16(a) of the Securities Exchange Act of lic Utility Holding Company Act of 1935 of the Investment Company Act of 1940						Expires: 22 Estimated average burden hours per response					
See Instructi 1(b).	ion	00(11)0				, and the second s							
(Print or Type Res	•	*											
1. Name and Address of Reporting Person <u>*</u> Therriault James			2. Issuer Name <b>and</b> Ticker or Trading Symbol Sprague Resources LP [SRLP]						5. Relationship of Reporting Person(s) to Issuer				
(Last)						(Check all applicable)							
185 INTERNA	(	(Month/Day/Year) 01/27/2016						Director 10% Owner X Officer (give title Other (specify below) below) See Remarks					
PORTSMOUT	(Street)		4. If Amendi Filed(Month/			Original		-	5. Individual or Join Applicable Line) X_ Form filed by Or Form filed by Mo	ne Reporting Per	rson		
(City)	(State) (Zi	n)							Person				
(City)	(State) (Z	p)	Table I	- Non-I	Deri	ivative Se	curiti	es Acqui	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				) Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Code	v	Amount		Price	(Instr. 3 and 4)				
Units representing limited partner interests	01/27/2016			A <u>(1)</u>		2,750	A	\$ 0	10,018	D			
Common Units representing limited partner interests	01/27/2016			F		898	D	\$ 18.87	9,120	D			

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Reminder: Report on a separate line for each class of securities beneficially owned directly 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)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene
Derivative				Securities	5		(Instr. 3	and 4)		Owne
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
							٨	mount		
					Date	Expiration				
					Exercisable	Date				
			Code V	(A) (D)						
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)Derivative	Conversion (Month/Day/Year) Execution Date, if Transacti or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion or Exercise(Month/Day/Year)Execution Date, if anyTransactionNumber CodePrice of Derivative(Month/Day/Year)(Instr. 8)Derivative SecuritiesSecurityAcquired (A) or Disposed of (D) (Instr. 3,	Conversion or Exercise(Month/Day/Year)Execution Date, if anyTransactionNumber CodeExpiration D 	Conversion or Exercise(Month/Day/Year)Execution Date, if anyTransactionNumber CodeExpiration Date (Month/Day/Year)Price of Derivative(Month/Day/Year)(Instr. 8)Derivative SecuritiesSecuritySecurities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Securities Acquired bisposedDateExpiration Expiration	Conversion or Exercise(Month/Day/Year)Execution Date, if anyTransactionNumber CodeExpiration Date (Month/Day/Year)Amount Underly SecuritiesPrice of Derivative(Month/Day/Year)(Instr. 8)Derivative SecuritiesSecurities (Instr. 3)(Instr. 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)MouthMouthDate ExercisableExpiration DateTitleAnount Mouth	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code ofExpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 8)Derivative SecuritySecurities (Month/Day/Year)Instr. 8)Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)Instr. 9Amount of Underlying Securities (Instr. 3 and 4)Date ExercisableExpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 3 4, and 5)Amount of Underlying Securities (Instr. 3 4, and 5)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transactio-Number Code of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlyear)Derivative Securities (Instr. 5)Derivative Security(Month/Day/Year)(Month/Day/Year)Or Securities (Instr. 3) (A) or Disposed of (D) (Instr. 3, 4, and 5)Derivative SecuritiesAmount of Underlyear)Derivative Securities (Instr. 5)Derivative (Month/Day/Year)Image: Derivative Security (Imstr. 4)Image: Derivative Securities (Instr. 3) (Instr. 3, 4, and 5)Derivative SecuritiesAmount of Underlyear)Derivative Securities (Instr. 5)Image: Derivative Security (Imstr. 4)Image: Derivative Securities (Instr. 3, 4, and 5)Derivative SecuritiesAmount of Image: Derivative Securities (Instr. 5)Image: Derivative Security (Imstr. 4)Image: Derivative Securities (Instr. 3, 4, and 5)Image: Derivative Securities (Image: Derivative Securities (Image: Derivative Securities (Image: Derivative Securities (Image: Derivative Securities (Image: Derivative (Image: Derivativ

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
reporting officer runner runners	Director	10% Owner	Officer	Other					
Therriault James 185 INTERNATIONAL DRIVE PORTSMOUTH, NH 03801			See Remarks						
Signatures									
/s/ Paul A. Scoff, as attorney-in-fact for James									
Therriault			01/28/20	16					
<u>**</u> Signature of Reporting Pe		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).

Represents the vesting of performance-based unit-settled phantom units under the Issuer's 2013 Long Term Incentive Plan. These units
 (1) are not freely transferrable until the end of the Subordination Period, as described in the Issuer's Registration Statement on Form S-1 (File No. 333-175826).

#### **Remarks:**

#### Vice President, Materials Handling

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.