

Baines Creek Capital, LLC  
 Form 4  
 February 01, 2018

**FORM 4**

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

OMB APPROVAL

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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 \*  
**Baines Creek Capital, LLC**  
  
 (Last) (First) (Middle)  
**11940 JOLLYVILLE, SUITE 210-S**  
  
 (Street)  
**AUSTIN, TX 78759**  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**LEGACY RESERVES LP [LGCY]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**01/30/2018**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common<br>(1) (2)               | 01/30/2018                           |                                                    | P                              | (A)<br>or<br>(D)<br>V<br>Amount<br>75,000<br>(3)                  | \$<br>2.38<br>8,845,146 (4)                                                                   | D                                                        |                                                       |
| Common<br>(1) (2)               | 01/31/2018                           |                                                    | P                              | (A)<br>or<br>(D)<br>V<br>Amount<br>200,000<br>(5)                 | \$ 2.4<br>9,045,146 (6)                                                                       | D                                                        |                                                       |

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)**



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The aggregate number of shares of common stock purchased on January 30, 2018 was 75,000 shares and such shares were purchased by the Reporting Persons in the following amounts: BCP = 75,000 shares; BCSPP = 0 shares; KT = 0 shares; JC = 0 shares; JS = 0 shares, and BW = 0 shares.

- (4) 8,845,146 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: BCP = 5,176,759 shares directly owned by it; BCSPP = 3,195,420 shares directly owned by it; KT = 4,035 shares directly owned by him; JC = 115,311 shares directly owned by him; JS = 3,481 shares directly owned by him, and BW = 350,140 shares directly owned by him.

- (5) The aggregate number of shares of common stock purchased on January 31, 2018 was 200,000 shares and such shares were purchased by the Reporting Persons in the following amounts: BCP = 200,000 shares; BCSPP = 0 shares; KT = 0 shares; JC = 0 shares; JS = 0 shares, and BW = 0 shares.

- (6) 9,045,146 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: BCP = 5,376,759 shares directly owned by it; BCSPP = 3,195,420 shares directly owned by it; KT = 4,035 shares directly owned by him; JC = 115,311 shares directly owned by him; JS = 3,481 shares directly owned by him, and BW = 350,140 shares directly owned by him.

- (7) The aggregate number of Option Contracts (right to buy) purchased on January 30, 2018 was 200 contracts and such contracts were purchased by the Reporting Persons in the following amounts: BCP = 200 contracts; BCSPP = 0 contracts; KT = 0 contracts; JC = 0 contracts; JS = 0 contracts; and BW = 0 contracts.

- (8) 200 Option Contracts (right to buy) is the aggregate number of contracts owned by the Reporting Persons and is owned as follows: BCP = 200 contracts directly owned by it; BCSPP = 0 contracts directly owned by it; KT = 0 contracts directly owned by him; JC = 0 contracts directly owned by him; JS = 0 contracts directly owned by him; and BW = 0 contracts directly owned by him.

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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