Edgar Filing: STONEMOR PARTNERS LP - Form 4

STONEMOI Form 4 March 25, 20	R PARTNERS	LP										
								OMB APPROVAL				
FORM 4 UNITED STATES SECURITIES AN Washington, D										3235-028		
Check th if no long subject to	ger STATE	EMENT O	F CHAI			ICIA	L OV	VNERSHIP OF	Expires: Estimated	January 31 2009 average		
Section 1 Form 4 o Form 5 obligatio may cont See Instru 1(b).	Filed pr ^{ns} Section 17	7(a) of the	Public U		ne Securit ding Cor	npany	Act	ge Act of 1934, of 1935 or Sectio 940	burden hou response	urs per		
(Print or Type I	Responses)											
1. Name and Address of Reporting Person <u>*</u> TALBOTT FENTON R			2. Issuer Name and Ticker or Trading Symbol STONEMOR PARTNERS LP [STON]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O STONI L.P., 311 V SUITE B	3. Date of Earliest Transaction (Month/Day/Year) 03/24/2015					X_ Director 10% Owner Officer (give title Other (specify below) below)						
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
LEVITTOW	VN, PA 19056							Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivative	Secur	ities Ao	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	i)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Lastr. 2 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Reminder: Rep	oort on a separate li	ne for each cl	lass of sec	urities bene	ficially own	ned dir	ectly of	r 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 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. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Phantom Units	<u>(1)</u>	03/24/2015		А	174.1553	(2)	(2)	common units	174.1553 <u>(3)</u>

Edgar Filing: STONEMOR PARTNERS LP - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships					
r	Director	10% Owner	Officer	Other		
TALBOTT FENTON R C/O STONEMOR PARTNERS L.P. 311 VETERANS HIGHWAY, SUITE B LEVITTOWN, PA 19056	X					
Signatures						
/s/ Shirley Herman, Attorney-in-Fact	03/25/20	15				
<u>**</u> 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).

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 400A of the

- (1) particle interests, resulted plantom units become payable, in easily of continon units, at the electron 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.
- (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 \$5,000 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 and under StoneMor Partners L.P. Long-Term

(4) Ingents that accrued under stone work a there is a construction of plant and under stone work 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.