

LAUTMAN MARTIN R  
Form 4  
May 03, 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 \*  
LAUTMAN MARTIN 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) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
01/11/2008

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

C/O STONEMOR PARTNERS L.P., 3600 HORIZON BOULEVARD

(Street)

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

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

TREVOSE, PA 19053

(City) (State) (Zip)

**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 units representing limited partner interests | 01/11/2008                           |  | P <sup>(1)</sup>               | 1,110 A   | \$ 19.79 <sup>(2)</sup> 148,898 <sup>(3)</sup>  | D  |   |
| Common units representing limited                   | 05/01/2018                           |  | P <sup>(4)</sup>               | 830 A   | \$ 5.95 <sup>(5)</sup> 149,728  | D  |   |

|  |            |                  |       |   |             |                      |  |   |  |
|--|------------|------------------|-------|---|-------------|----------------------|--|---|--|
| partner<br>interests   |            |                  |       |   |             |                      |  |   |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/02/2016 | P <sup>(6)</sup> | 500   | A | \$<br>26.18 | 2,500                |  | I | By J.<br>Lautman<br>Trust <sup>(7)</sup>                                   |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/02/2016 | P <sup>(6)</sup> | 500   | A | \$<br>26.18 | 2,500                |  | I | By P.<br>Lautman<br>Trust <sup>(7)</sup>                                   |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 05/16/2016 | P <sup>(8)</sup> | 200   | A | \$<br>23.32 | 2,700                |  | I | By J.<br>Lautman<br>Trust <sup>(7)</sup>                                   |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 05/16/2016 | P <sup>(8)</sup> | 200   | A | \$<br>23.32 | 2,700                |  | I | By P.<br>Lautman<br>Trust <sup>(7)</sup>                                   |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 05/16/2016 | P <sup>(8)</sup> | 1,000 | A | \$<br>23.32 | 4,500                |  | I | By Spouse  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests |            |                  |       |   |             | 5,642 <sup>(9)</sup> |  | I | By<br>StoneMor<br>GP<br>Holdings<br>LLC <sup>(10)</sup><br><sup>(11)</sup> |

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.**

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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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| 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. Transaction Code (Instr. 8) | 5. Number of Derivative 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| LAUTMAN MARTIN R<br>C/O STONEMOR PARTNERS L.P.<br>3600 HORIZON BOULEVARD<br>TREVOSSE, PA 19053 |               | X         |         |       |

## Signatures

/s/ Shirley Herman,  
Attorney-in-Fact

05/03/2018

\*\*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).
- (1) This purchase was required to be reported by the Reporting Person on or before January 15, 2008.  
The price reported in Column 4 is a weighted average price. The common units were purchased in multiple transactions at prices ranging from \$19.75-19.82, inclusive. The Reporting Person undertakes to provide to StoneMor Partners, L.P. (the "Partnership"), any holder of common units of the Partnership, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of common units purchased at each separate price within the range set forth in this footnote (2) to this Form 4.
- (2) The amount of shares beneficially owned was adjusted downward by one (1) common unit representing limited partner interests to reconcile with the Reporting Person's records.
- (3) This purchase was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 16, 2016.  
The price reported in Column 4 is a weighted average price. The common units were purchased in multiple transactions at prices ranging from \$5.93-6.00, inclusive. The Reporting Person undertakes to provide to the Partnership, any holder of common units of the Partnership, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of common units purchased at each separate price within the range set forth in this footnote (5) to this Form 4.
- (4) This purchase was required to be reported by the Reporting Person on or before March 4, 2016.
- (5) These common units are held in a trust for the benefit of the Reporting Person's child. The Reporting Person's spouse is trustee of the trust.

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- (8) This purchase was required to be reported by the Reporting Person on or before May 18, 2016.
- (9) Represents the proportionate interest of the Reporting Person in 2,332,878 common units of the Partnership issued and sold to StoneMor GP Holdings LLC ("GP Holdings") by the Partnership, which purchase was funded by the purchase of common units of GP Holdings by a trust for the pecuniary benefit of American Cemeteries Infrastructure Investors, LLC.
- (10) The Reporting Person is a member of GP Holdings.
- (11) The Reporting Person disclaims beneficial ownership of the common units except to the extent of his pecuniary interest therein.

### **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.

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