

BASIC ENERGY SERVICES INC

Form 4

December 30, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Luxor Capital Group, LP

2. Issuer Name **and** Ticker or Trading  
Symbol  
BASIC ENERGY SERVICES INC  
[BAS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

1114 AVENUE OF THE  
AMERICAS, 29TH FLOOR

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/29/2016

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

NEW YORK, NY 10036

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

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

(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 Stock, par value \$0.01 <sup>(1)</sup> <u>(2)</u>	12/29/2016		S	2,247 D \$ 36.3964	1,226,883	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, par value \$0.01 <sup>(1)</sup> <u>(2)</u>	12/30/2016		S	28,130 D \$ 35.8018	1,198,753	I <sup>(3)</sup>	By Luxor Capital Partners, LP
	12/30/2016		S	4,641 D	1,194,112	I <sup>(3)</sup>	

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Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>					\$ 34.9121				By Luxor Capital Partners, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/29/2016	S	607	D	\$ 36.3964	331,400	I <u>(4)</u>		By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/30/2016	S	7,596	D	\$ 35.8018	323,804	I <u>(4)</u>		By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/30/2016	S	1,253	D	\$ 34.9121	322,551	I <u>(4)</u>		By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/29/2016	S	1,912	D	\$ 36.3964	1,043,689	I <u>(5)</u>		By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/30/2016	S	23,929	D	\$ 35.8018	1,019,760	I <u>(5)</u>		By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/30/2016	S	3,948	D	\$ 34.9121	1,015,812	I <u>(5)</u>		By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/29/2016	S	77	D	\$ 36.3964	41,805	I <u>(6)</u>		By Thebes Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u>	12/30/2016	S	958	D	\$ 35.8018	40,847	I <u>(6)</u>		By Thebes Offshore Master Fund, LP

(2)

Common  
Stock, par  
value  
\$0.01 <sup>(1)</sup>

12/30/2016

S

158

D

\$ 34,912.1 40,689

I <sup>(6)</sup>

By Thebes  
Offshore  
Master  
Fund, LP

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.**

SEC 1474  
(9-02)

**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. 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 Following Report Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Relationships

#### Reporting Owner Name / Address

Director 10%  
Owner Officer Other

Luxor Capital Group, LP  
1114 AVENUE OF THE AMERICAS  
29TH FLOOR  
NEW YORK, NY 10036

X

LUXOR CAPITAL PARTNERS OFFSHORE LTD  
C/O M&C CORPORATE SVCS LTD  
PO BOX 309 GT UGLAND HOUSE  
GEORGE TOWN, E9 00000

X

Luxor Capital Partners, LP  
1114 AVENUE OF THE AMERICAS  
29TH FLOOR

X

NEW YORK, NY 10036

Luxor Wavefront, LP  
1114 AVENUE OF THE AMERICAS  
29TH FLOOR  
NEW YORK, NY 10036

X

LCG HOLDINGS LLC  
1114 AVENUE OF THE AMERICAS  
29TH FLOOR  
NEW YORK, NY 10036

X

Thebes Offshore Master Fund, LP  
C/O MAPLES CORPORATE SERVICES LIMITED  
BOX 309, UGLAND HOUSE  
GRAND CAYMAN, E9 KY1-1104

X

## Signatures

/s/ Norris Nissim, as General Counsel of Luxor Management, LLC, General Partner of Luxor Capital Group, LP

12/30/2016

\_\_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 Form 4 is filed jointly by Luxor Capital Group, LP ("Luxor Capital Group"), Luxor Capital Partners, LP ("Onshore Fund"), Luxor Capital Partners Offshore, Ltd. ("Offshore Feeder Fund"), Thebes Partners Offshore, Ltd. ("Thebes Feeder Fund"), Luxor Wavefront, LP ("Wavefront Fund"), LCG Holdings, LLC ("LCG Holdings"), Luxor Management, LLC ("Luxor Management") and Christian Leone (collectively, the "Reporting Persons").

(2) Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that may be deemed to collectively beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

(3) Securities owned directly by Onshore Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Onshore Fund, may be deemed to beneficially own the securities owned directly by Onshore Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the securities owned directly by Onshore Fund.

(4) Securities owned directly by Wavefront Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Wavefront Fund, may be deemed to beneficially own the securities owned directly by Wavefront Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the securities owned directly by Wavefront Fund.

(5) Securities owned directly by Luxor Capital Partners Offshore Master Fund, LP ("Offshore Master Fund"). Offshore Feeder Fund, as the owner of a controlling interest in Offshore Master Fund, may be deemed to beneficially own the securities owned directly by Offshore Master Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Offshore Master Fund, may be deemed to beneficially own the securities owned directly by Offshore Master Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the securities owned directly by Offshore Master Fund.

(6) Securities owned directly by Thebes Offshore Master Fund, LP ("Thebes Master Fund"). Thebes Feeder Fund, the owner of a controlling interest in, and together with a minority investor, the owner of 100% of the interests in Thebes Master Fund, may be deemed to beneficially own the securities owned directly by Thebes Master Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Thebes Master Fund, may be deemed to beneficially own the securities owned directly by Thebes Master Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the securities owned directly by Thebes Master Fund.

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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