

# SPARK ENERGY, INC. Reported by MAXWELL W KEITH III

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 12/23/15 for the Period Ending 12/22/15

Address 12140 WICKCHESTER LANE SUITE 100 HOUSTON, TX, 77079 Telephone (713) 600-2600 CIK 0001606268 Symbol SPKE Fiscal Year 12/31

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FORM 4	
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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).

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

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#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person +	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle)	Spark Energy, Inc. [ SPKE ] 3. Date of Earliest Transaction (MM/DD/YYYY) 12/22/2015	X Director X 10% Owner   Officer (give title below) Other (specify below)
12140 WICKCHESTER LANE, SUITE 100	12/22/2015	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
HOUSTON, TX 77079 (City) (State) (Zip)		Form filed by One Reporting Person X 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)		(Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	7. Nature of Indirect Beneficial
		Code	v	Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Class A Common Stock	12/22/2015	Р		10000	A	\$18.4946 ( <u>1</u> )	90350	<b>D</b> $\frac{(2)(3)}{(4)}$	

#### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate	2.	3. Trans.	3A. Deemed	4. Trans. C	Code	5. Number	of	6. Date Exer	cisable and	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Security			Execution	(Instr. 8)						, , , , , , , , , , , , , , , , , , ,		Derivative		Ownership	
(Instr. 3)	or Exercise		Date, if any			Acquired (	A) or			Deriv	ative Security	Security	Securities	Form of	Beneficial
	Price of					Disposed o	of (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(Instr. 3, 4	and 5)						Owned	Security:	(Instr. 4)
	Security												Following	Direct (D)	
								Date	Expiration		Amount or Number of		Reported	or Indirect	
								Exercisable	Date	Title	Amount or Number of Shares		Transaction(s)	(I) (Instr.	
				Code	V	(A)	(D)						(Instr. 4)	4)	

#### **Explanation of Responses:**

- (1) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$18.425 to \$18.5284, inclusive. The reporting person undertakes to provide to Spark Energy, Inc., any security holder of Spark Energy, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote.
- (2) This Form 4 is filed jointly by W. Keith Maxwell III, NuDevco Partners, LLC ("NuDevco Partners"), NuDevco Partners Holdings, LLC ("NuDevco Holdings"), NuDevco Retail, LLC ("NuDevco Retail") and NuDevco Retail Holdings, LLC ("NuDevco Retail Holdings"). Mr. Maxwell is the sole member of NuDevco Partners. NuDevco Partners is the sole member of NuDevco Holdings. NuDevco Holdings is the sole member of NuDevco Retail Holdings. NuDevco Retail Holdings is the sole member of NuDevco Retail. (Continued in footnote 3).
- (3) Accordingly, NuDevco Partners, NuDevco Holdings, NuDevco Retail Holdings and NuDevco Retail are direct and indirect wholly owned subsidiaries of Mr. Maxwell, and Mr. Maxwell, NuDevco Partners, NuDevco Holdings, NuDevco Retail Holdings and NuDevco Retail may be deemed to indirectly own the securities of the Issuer directly held by one or more of such other reporting persons, but each disclaims beneficial ownership except to the extent of his or its pecuniary interest therein.
- (4) Mr. Maxwell purchased the securities reported above directly.

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Ivanie / Address	Director	10% Owner	Officer	Other			
Maxwell W Keith III							
12140 WICKCHESTER LANE, SUITE 100	Х	Х					
HOUSTON, TX 77079							
NuDevco Partners, LLC							
12140 WICKCHESTER LANE, SUITE 100		Х					
HOUSTON, TX 77079							
NuDevco Partners Holdings, LLC							
12140 WICKCHESTER LANE, SUITE 100		Х					

HOUSTON, TX 77079		
NuDevco Retail Holdings,LLC 12140 WICKCHESTER LANE, SUITE 100 HOUSTON, TX 77079	X	
NuDevco Retail, LLC 12140 WICKCHESTER LANE, SUITE 100 HOUSTON, TX 77079	X	

#### Signatures

### /s/ W. Keith Maxwell III, /s/ NuDevco Partners, LLC /s/ NuDevco Partners Holdings, LLC, /s/ NuDevco Retail Holdings, LLC, /s/ NuDevco Retail, LLC, by Gil Melman, Attorney-in-fact

12/23/2015

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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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