

Baines Creek Capital, LLC  
 Form 4  
 February 20, 2018

**FORM 4**

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

OMB APPROVAL

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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, 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

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

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

(Last) (First) (Middle)  
 11940 JOLLYVILLE, SUITE 210-S  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/15/2018

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

AUSTIN, TX 78759

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

(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 Ownership (Instr. 4)
Common <u>(1)</u> <u>(2)</u>	02/15/2018		P	V 93,302 <u>(3)</u>	(A) or (D) Price \$ 10,378,634 2.26 <u>(4)</u>	D	
Common <u>(1)</u> <u>(2)</u>	02/16/2018		P	V 173,306 <u>(5)</u>	(A) or (D) Price \$ 2.3 10,551,940 <u>(6)</u>	D	
Common <u>(1)</u> <u>(2)</u>	02/20/2018		P	V 191,264 <u>(7)</u>	(A) or (D) Price \$ 10,743,204 2.47 <u>(8)</u>	D	

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

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SEC 1474  
 (9-02)



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(4) 10,378,634 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: BCP = 5,770,672 shares directly owned by it; BCSPP = 4,134,995 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 February 16, 2018 was 173,306 shares and such shares were purchased by the Reporting Persons in the following amounts: BCP = 155,777 shares; BCSPP = 0 shares; KT = 0 shares; JC = 17,529 shares; JS = 0 shares, and BW = 0 shares.

(6) 10,551,940 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: BCP = 5,926,449 shares directly owned by it; BCSPP = 4,134,995 shares directly owned by it; KT = 4,035 shares directly owned by him; JC = 132,840 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 shares of common stock purchased on February 20, 2018 was 191,264 shares and such shares were purchased by the Reporting Persons in the following amounts: BCP = 182,512 shares; BCSPP = 0 shares; KT = 0 shares; JC = 8,752 shares; JS = 0 shares, and BW = 0 shares.

(8) 10,743,204 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: BCP = 6,108,961 shares directly owned by it; BCSPP = 4,134,995 shares directly owned by it; KT = 4,035 shares directly owned by him; JC = 141,592 shares directly owned by him; JS = 3,481 shares directly owned by him, and BW = 350,140 shares 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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