

JONAS HOWARD S
Form 4
June 12, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
JONAS HOWARD S

(Last) (First) (Middle)

C/O GENIE ENERGY LTD., 520 BROAD STREET

(Street)

NEWARK, NJ 07102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Genie Energy Ltd. [GNE]

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 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) | 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class B Common Stock, par value \$0.01 per share | 06/08/2018 | | A ⁽¹⁾ | 1,152,074 | A 4.34 <u>(2)</u> | 3,474,982 | D |
| Class B Common Stock, par value \$0.01 per share | | | | | 610,272 | I | By The Howard S. Jonas 2017 Annuity Trust |

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| | | | |
|--|-------------------------|---|---|
| Class B Common Stock, par value \$.01 per share | 1,579,337 <u>(3)</u> | I | By The Howard S. Jonas 2014 Annuity Trust |
| Class B Common Stock, par value \$.01 per share | 231,204 | I | By Trust FBO Michael Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per share | 302,486 | I | By Trust FBO Samuel Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per share | 419,223 | I | By Trust FBO Joseph Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per share | 417,247 | I | By Trust FBO Tamar Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per share | 418,526 | I | By Trust FBO Rachel Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per share | 421,321 | I | By Trust FBO Leora Jonas <u>(4)</u> |
| Class B Common Stock, par value \$.01 per | 244,445 | I | By Trust FBO David Jonas <u>(4)</u> |

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| | | | |
|--|---------|---|---|
| share | | | |
| Class B Common Stock, par value \$.01 per share | 418,461 | I | By Trust FBO Jonathan Jonas ⁽⁴⁾ |
| Class B Common Stock, par value \$.01 per share | 443,879 | I | By Trust FBO Miriam Jonas ⁽⁴⁾ |
| Class B Common Stock, par value \$.01 per share | 1,556 | I | Custodial for Son (Jonathan) |
| Class B Common Stock, par value \$.01 per share | 1,556 | I | Custodial for Daughter (Rachel) |
| Class B Common Stock, par value \$.01 per share | 1,556 | I | Custodial for Son (Joseph) |
| Class B Common Stock, par value \$.01 per share | 1,556 | I | Custodial for Daughter (Tamar) |
| Class B Common Stock, par value \$.01 per share | 1,556 | I | Custodial for Daughter (Miriam) |
| Class B Common Stock, par value | 275,047 | I | By The Jonas Foundation |

\$.01 per share

Class A
Common
Stock, par
value
\$.01 per
share

1,574,326 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)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|--|------------------|---|
| | | | | | V | (A) | (D) | Date Exercisable | |
| Class B Common Stock Warrants (Right to Buy) | \$ 4.77 | 06/08/2018 | | A | | 1,048,218 | 06/08/2018 | 06/08/2023 | Class B Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JONAS HOWARD S C/O GENIE ENERGY LTD. 520 BROAD STREET NEWARK, NJ 07102 | X | X | Chairman of the Board | |

Signatures

Joyce J. Mason, by Power of Attorney
06/12/2018

**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) The Reporting Person purchased these shares from the Company.
- (2) The total purchase price for 1,152,074 shares of Class B Common Stock and 1,048,218 warrants to purchase Class B Common Stock was \$5 million.
- (3) Includes 600,000 restricted shares that vest on December 31, 2018.
These shares are held in trust for the benefit of the Reporting Person's children. The Reporting Person's spouse is trustee of the trust. Mr.
- (4) Jonas disclaims beneficial ownership of these shares and does not exercise or share voting or dispositive power or investment control of these shares and has no pecuniary interest in these shares.

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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