

BASIC ENERGY SERVICES INC
 Form 4
 December 30, 2016

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 *
 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)
 12/27/2016

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ 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
 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)			
			Code	V	Amount or Price					
Common Stock, par value \$0.01 ⁽¹⁾ ₍₂₎	12/27/2016		S		1,088	D	\$ 41.0115	1,424,083	I ⁽³⁾	By Luxor Capital Partners, LP
Common Stock, par value \$0.01 ⁽¹⁾ ₍₂₎	12/27/2016		S		150,102	D	\$ 36.2436	1,273,981	I ⁽³⁾	By Luxor Capital Partners, LP
	12/27/2016		S		32,494	D	\$ 36.556	1,241,487	I ⁽³⁾	

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Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>								By Luxor Capital Partners, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/28/2016	S	12,357	D	\$ 34.987	1,229,130	I <u>(3)</u>	By Luxor Capital Partners, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	294	D	\$ 41.0115	384,593	I <u>(4)</u>	By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	40,485	D	\$ 36.2436	344,108	I <u>(4)</u>	By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	8,764	D	\$ 36.556	335,344	I <u>(4)</u>	By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/28/2016	S	3,337	D	\$ 34.987	332,007	I <u>(4)</u>	By Luxor Wavefront, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	926	D	\$ 41.0115	1,211,409	I <u>(5)</u>	By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	127,661	D	\$ 36.2436	1,083,748	I <u>(5)</u>	By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value \$0.01 <u>(1)</u> <u>(2)</u>	12/27/2016	S	27,636	D	\$ 36.556	1,056,112	I <u>(5)</u>	By Luxor Capital Partners Offshore Master

Common Stock, par value	12/28/2016	S	10,511	D	\$ 34.987	1,045,601	I ⁽⁵⁾	Fund, LP
\$0.01 ⁽¹⁾ <u>(2)</u>								By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, par value	12/27/2016	S	37	D	\$ 41.0115	48,518	I ⁽⁶⁾	By Thebes Offshore Master Fund, LP
\$0.01 ⁽¹⁾ <u>(2)</u>								
Common Stock, par value	12/27/2016	S	5,109	D	\$ 36.2436	43,409	I ⁽⁶⁾	By Thebes Offshore Master Fund, LP
\$0.01 ⁽¹⁾ <u>(2)</u>								
Common Stock, par value	12/27/2016	S	1,106	D	\$ 36.556	42,303	I ⁽⁶⁾	By Thebes Offshore Master Fund, LP
\$0.01 ⁽¹⁾ <u>(2)</u>								
Common Stock, par value	12/28/2016	S	421	D	\$ 34.987	41,882	I ⁽⁶⁾	By Thebes Offshore Master Fund, LP
\$0.01 ⁽¹⁾ <u>(2)</u>								

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

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(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. Nu Deriv Secur Bene Own Follo Trans (Instr
							Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 NEW YORK, NY 10036		X		
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

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(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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