

AZURE MIDSTREAM PARTNERS, LP
 Form 4
 July 20, 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 *
 Garrett David F.

2. Issuer Name and Ticker or Trading Symbol
 AZURE MIDSTREAM PARTNERS, LP [AZUR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 12377 MERIT DRIVE, SUITE 300
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/19/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Commercial Vice President

DALLAS, TX 75251

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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common units representing limited partner interests | 07/19/2016 ⁽¹⁾ | | M ⁽²⁾ | | 17,500 | A | \$ 0 ⁽³⁾ |
| Common units representing limited partner interests | 07/19/2016 ⁽¹⁾ | | F | | 4,787 ⁽⁴⁾ | D | \$ 0.66 |

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- The Reporting Person is reporting the withholding by Azure Midstream Partners, LP of 4,787 common units to satisfy the Reporting Person's tax withholding obligations in connection with the delivery of the phantom units noted in footnote 2 above to the Reporting Person.
- (4) Phantom units do not expire.
- (5)

Remarks:

The Reporting Person is the Vice President - Commercial of Azure Midstream Partners GP, LLC (the "General Partner"). The

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.