#### Atlas Energy Group, LLC Form 3 March 27, 2015 FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB Number: 3235-0104

### INITIAL STATEMENT OF 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 <sup>*</sup> HOLTZ DENNIS A ESQ	2. Date of Event Requiring Statement (Month/Day/Year) 02/27/2015	3. Issuer Name <b>and</b> Ticker or Trading Symbol Atlas Energy Group, LLC [ATLS]			
(Last) (First) (Middle) 1845 WALNUT		4. Relationship of Reporting Person(s) to Issuer		g 5. If Amendment, Date Original Filed(Month/Day/Year)	
STREET, 10TH FLOOR		(Check a	all applicable)	)	
(Street) PHILADELPHIA, PA 19103		X Director Officer (give title below	Other	ow) _X_Form filed by One Reporting Person	
				Form filed by More than One Reporting Person	
(City) (State) (Zip)	Table I - N	on-Derivati	ive Securiti	ies Beneficially Owned	
1.Title of Security (Instr. 4)	2. Amount of Beneficially C (Instr. 4)	Dwned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Units	8,380		D	Â	
Reminder: Report on a separate line for ea owned directly or indirectly.	ach class of securities beneficia	ally SE	EC 1473 (7-02	2)	
information cont	pond to the collection of ained in this form are not and unless the form displa	iys a			

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

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(11150. 4)	Derivative	Security:	
		Title	Security	Direct (D)	

January 31,

2005

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Expires:

response...

Estimated average burden hours per

### Edgar Filing: Atlas Energy Group, LLC - Form 3

Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships				
	Director	10% Owner	Officer	Other	
HOLTZ DENNIS A ESQ 1845 WALNUT STREET 10TH FLOOR PHILADELPHIA, PA 19103	ÂX	Â	Â	Â	
Signatures					
Lisa Washington, attorney-in-fact	03/2*	7/2015			
**Signature of Reporting Person	Γ	Date			

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 5(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. 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.