

Glendon Capital Management LP
 Form 4
 March 08, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 Glendon Capital Management LP

2. Issuer Name and Ticker or Trading Symbol
 StealthGas Inc. [GASS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1620 26TH STREET, SUITE
 2000N,

3. Date of Earliest Transaction (Month/Day/Year)
 03/06/2019

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

(Street)
 SANTA MONICA, CA 90404

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 | (A) or (D) | Price | | | |
| Common Stock | 03/06/2019 | 03/06/2019 | P | | 493,536 | A | \$ 3.202 | 5,946,902 | I | See Footnote (1) |
| Common Stock | 03/07/2019 | 03/07/2019 | P | | 3,600 | A | \$ 3.1133 | 5,950,502 | I | See Footnote (1) |
| Common Stock | 03/08/2019 | 03/08/2019 | P | | 2,400 | A | \$ 3.0554 | 5,952,902 | I | See Footnote (1) |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Glendon Capital Management LP 1620 26TH STREET, SUITE 2000N SANTA MONICA, CA 90404 | | X | | |
| Glendon Opportunities Fund, L.P. MAPLES CORPORATE SERVICES LTD UGLAND HOUSE, SOUTH CHURCH STREET GRAND CAYMAN, E9 KY1-1104 | | X | | |

Signatures

Michael Keegan 03/08/2019
 **Signature of Date
 Reporting Person

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 reported shares are directly owned by Glendon Opportunities Fund, L.P. (the "Fund"), Altair Global Credit Opportunities Fund LLC (the "Sub-Advised Fund") and a separately managed account. The Glendon Opportunities Fund, L.P. became a beneficial owner of over 10% of the issuer's securities on an individual basis as of the dates of the reported trades. The Sub-Advised Fund and the separately managed account do not own 10% of the issuer's securities on an individual basis. Glendon Capital Management LP ("GCM") is the investment manager to the Fund and the separately managed account and the investment sub-adviser to the Sub-Advised Fund, and may be deemed to beneficially own the reported securities under Section 13(d) of the Securities Exchange Act of 1934, as amended (the

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"Exchange Act").

Remarks:

On behalf of Glendon Capital Management, L.P. and Glendon Opportunities Fund, L.P.

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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