

NATURAL GAS SERVICES GROUP INC

Form 4/A

February 09, 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 \*  
Taylor Stephen Charles2. Issuer Name and Ticker or Trading Symbol  
NATURAL GAS SERVICES  
GROUP INC [NGS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
508 WEST WALL STREET, SUITE  
5503. Date of Earliest Transaction  
(Month/Day/Year)  
01/06/2016☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO(Street)  
MIDLAND, TX 797014. If Amendment, Date Original  
Filed(Month/Day/Year)  
01/08/20166. 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)
Common Stock	01/06/2016 <sup>(1)</sup>		A	(A) or (D) Amount <sup>(2)</sup> 75,915	\$ 22.13	332,543	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Nonstatutory Stock Option (right to buy)	\$ 14.22					11/21/2007 11/21/2016	Common Stock 15,000
Employee Stock Option (right to buy)	\$ 20.06					01/15/2009 01/15/2018	Common Stock 40,000
Employee Stock Option (right to buy)	\$ 17.51					09/10/2009 09/10/2018	Common Stock 25,000
Employee Stock Option (right to buy)	\$ 9.95					01/28/2010 01/28/2019	Common Stock 30,000
Employee Stock Option (right to buy)	\$ 7.84					03/17/2010 03/16/2019	Common Stock 23,852
Employee Stock Option (right to buy)	\$ 19.9					01/18/2011 01/17/2020	Common Stock 30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taylor Stephen Charles 508 WEST WALL STREET, SUITE 550 MIDLAND, TX 79701	X		President and CEO	

## Signatures

/s/ Stephen C.  
Taylor 02/05/2016

\*\*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 amendment is being filed for the sole purpose of correcting an inadvertent mistake in the original Form 4 regarding the vesting terms of the restricted stock award. The correct vesting terms are set forth in footnote #2 below.

(2) The acquisition of the 75,915 shares of common stock reflects an award of restricted stock on January 6, 2016, pursuant to the Company's 2009 Restricted Stock/Unit Plan. Fifty percent (50%) of the shares underlying the award vest upon the first anniversary of the grant date and the remaining 50% of the shares vest on the second anniversary, subject to the participant's continued employment with the Company and subject to accelerated vesting upon the death, disability or retirement of the participant, or upon a change in control of the Company.

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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