

Atlas Capital Resources II LP  
Form 4  
January 17, 2019

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Atlas Capital Resources II LP

2. Issuer Name **and** Ticker or Trading  
Symbol  
Horizon Global Corp [HZN]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
  
100 NORTHFIELD STREET  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/15/2019

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

GREENWICH, CT 06830

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 01/15/2019                              |                                                             | P                                    | 92,655 A                                                                | \$<br>1.9977 2,603,914<br>(1)                                                                                      | I                                                                       | See<br>footnotes<br>(4) (5)                                       |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 01/16/2019                              |                                                             | P                                    | 96,362 A                                                                | \$<br>2.2224 2,700,276<br>(2)                                                                                      | I                                                                       | See<br>footnotes<br>(4) (5)                                       |
| Common<br>Stock, par                                 | 01/17/2019                              |                                                             | P                                    | 2,100 A                                                                 | \$<br>2.2386 2,702,376                                                                                             | I                                                                       | See<br>footnotes                                                  |

# Edgar Filing: Atlas Capital Resources II LP - Form 4

value (3) (4) (5)  
 \$0.01 per  
 share

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)*

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |         |       |
|-----------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                   | Director      | 10% Owner | Officer | Other |
| Atlas Capital Resources II LP<br>100 NORTHFIELD STREET<br>GREENWICH, CT 06830     |               | X         |         |       |
| Lapetus Capital II LLC<br>100 NORTHFIELD STREET<br>GREENWICH, CT 06830            |               | X         |         |       |
| Atlas Capital GP II LP<br>100 NORTHFIELD STREET<br>GREENWICH, CT 06830            |               | X         |         |       |
| Atlas Capital Resources GP II LLC<br>100 NORTHFIELD STREET<br>GREENWICH, CT 06830 |               | X         |         |       |

## Signatures

ATLAS CAPITAL RESOURCES II LP; By: Atlas Capital GP II LP, its general partner; By: Atlas Capital Resources GP II LLC, its general partner; /s/ Timothy J. Fazio, Managing Partner

01/17/2019

\_\_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).

The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from (1) \$1.9400 to \$2.0300. The Reporting Persons undertake to provide any securityholder of the Issuer, the Issuer or the Staff, upon request, full information regarding the number of shares traded at each separate price within the ranges set forth in this footnote to this Form 4.

The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from (2) \$1.9900 to \$2.4300. The Reporting Persons undertake to provide any securityholder of the Issuer, the Issuer or the Staff, upon request, full information regarding the number of shares traded at each separate price within the ranges set forth in this footnote to this Form 4.

The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from (3) \$2.2000 to \$2.2500. The Reporting Persons undertake to provide any securityholder of the Issuer, the Issuer or the Staff, upon request, full information regarding the number of shares traded at each separate price within the ranges set forth in this footnote to this Form 4.

Lapetus Capital II LLC, a Delaware limited liability company ("Lapetus") is the direct record owner of 2,702,376 shares of Common Stock of the Issuer. Atlas Capital Resources II LP, a Delaware limited partnership ("ACR II"), is the majority and controlling member of Lapetus. Atlas Capital GP II LP, a Delaware limited partnership ("AC GP"), is the general partner of ACR II. Atlas Capital Resources GP II LLC, a Delaware limited liability company ("ACR GP"), is the general partner of AC GP. Lapetus, ACR II, AC GP and ACR GP are collectively referred to as the "Atlas Entities." Andrew M. Bursky and Timothy J. Fazio are each a Managing Partner of ACR GP, and may be deemed to control the Atlas Entities. By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended, each of the Atlas Entities, Mr. Bursky and Mr. Fazio may be deemed to have an indirect pecuniary interest in the shares of the Common Stock that are directly held by Lapetus.

In accordance with Instruction 4(b)(iv), the entire amount of the shares of Common Stock that is owned by Lapetus is reported herein. (5) Each of Mr. Bursky, Mr. Fazio, ACR II GP, AC GP and ACR GP disclaims beneficial ownership interest of the Common Stock except, in each case, to the extent it or he has any indirect pecuniary interest therein.

### Remarks:

Exhibit List

Exhibit 99.1 - Joint Filers' Names and Addresses

Exhibit 99.2 - Joint Filers' Signatures

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.