Alliance Holdings GP, L.P. Form 4 August 01, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Linda Knight Boswell Trust, dated June 28, 2006

> (First) (Middle) (Last)

255 PIN OAK LANE

(City)

Security

(Instr. 3)

(Street)

2. Issuer Name and Ticker or Trading Symbol

Alliance Holdings GP, L.P. [AHGP]

3. Date of Earliest Transaction

(Month/Day/Year) 07/31/2008

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

(Check all applicable)

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

5. Relationship of Reporting Person(s) to

Member of 13d group (over 10%)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

Issuer

MADISONVILLE, KY 42431

(State)

1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Underlying Securitie Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Month/Day/Year) (Instr. 8) Acquired (A)

Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amour Exercisable Date or Numbe of Shar Call Option Common (Obligation \$ 29.98 07/31/2008 S 20,000 07/28/2008 10/28/2008 20,00 units

Reporting Owners

Price of

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Linda Knight Boswell Trust, dated June 28, 2006 255 PIN OAK LANE MADISONVILLE, KY 42431

Member of 13d group (over 10%)

Signatures

(Instr. 3)

to sell) (1)

/s/ Linda Knight Boswell by Mindy Kerber, pursuant to power of attorney dated February 9, 2007

08/01/2008

**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 undersigned Reporting Person entered into an option agreement with the Issuer pursuant to which the Issuer acquired a 90 day option to purchase 20,000 of the Issuer's Common Units held by the undersigned for an exercise price of \$29.98 per common unit. The Issuer paid to the undersigned consideration of \$.02 per common unit for such option.

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.

Reporting Owners 2