Edgar Filing: Rice Energy Inc. - Form 4

Form 4	Inc.											
September 3	0, 2015											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								-	3235-0287			
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. r Filed p inue.	Washington, D.C. 20549 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								Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5		
(Print or Type F	Responses)											
Rogers James Wilmot Symbol				r Name and Ticker or Trading nergy Inc. [RICE]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
400 WOODCLIFF DRIVE (Month/D (Street) 4. If Amer				of Earliest Transaction h/Day/Year) /2015					Director 10% Owner X Officer (give title Other (specify below) below) See Remarks			
				nendment, Date Original onth/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
CANONSB	URG, PA 153	17							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Tabl	e I - No	n-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Executio any	omed on Date, if Day/Year)	3. Transa Code (Instr.		4. Securit n(A) or Dia (D) (Instr. 3, 4)	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common stock	09/28/2015			J <u>(1)</u>	V	10,560	А	\$0	42,860	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.

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

Edgar Filing: Rice Energy Inc. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Rogers James Wilmot 400 WOODCLIFF DRIVE CANONSBURG, PA 15317			See Remarks				
Signatures							
/s/ James W. Rogers, by William E. Jordan,							

/s/ James W. Rogers, by William E. Jordan Attorney-in-Fact

**Signature of Reporting Person

09/30/2015 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 Reporting Person is a member of Rice Energy Holdings LLC, a Delaware limited liability company ("Rice Holdings"). On September 28, 2015, Rice Holdings made a pro rata distribution to its members holding incentive units, including 10,560 shares of

(1) September 20, 2013, Rice Frontings made a promate distribution to its members holding incentive units, including 10,300 shares of common stock of Rice Energy Inc. to the Reporting Person. This transaction is exempt from Section 16 of the Securities Exchange Act of 1934, as amended, pursuant to Rule 16a-9 promulgated thereunder.

Remarks:

Senior Vice President, Chief Accounting & Administrative Officer, Treasurer

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.