

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Kroeker Nathan</u> _____ (Last) (First) (Middle) <u>12140 WICKCHESTER LANE SUITE 100</u> _____ (Street) <u>HOUSTON TX 77079</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Spark Energy, Inc. [SPKE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President & CEO
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/18/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/20/2016</u>		

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			
Class A Common Stock ⁽¹⁾	05/18/2016		M ⁽²⁾		4,073	A	\$0	35,395	D	
Class A Common Stock	05/18/2016		F		1,116 ⁽³⁾	D	\$29.915 ⁽⁴⁾	34,279	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Restricted Stock Unit	(2)	05/18/2016		M			4,073	(2)	(2)	Class A Common Stock	4,073	\$0	40,555	D	
Restricted Stock Unit	(5)	05/18/2016		A		25,000		(6)	(6)	Class A Common Stock	25,000 ⁽⁵⁾	\$0	65,555 ⁽¹⁾	D	

Explanation of Responses:

- On the Form 4 filed on May 18, 2016, the holdings in Table I were inadvertently misstated as 31,324 shares of Class A Common Stock, par value \$0.01 per share (Class A Common Stock"). In Table II the total number of Restricted Stock Units ("RSU") was inadvertently overstated by 4,073 RSUs.
- The shares of Class A Common Stock reported represent shares issued as a result of vesting of 4,073 RSUs on May 18, 2016.
- Payment for tax liability through the withholding of shares of Class A Common Stock vesting on May 18, 2016 in an amount equal to the requisite withholding obligation.
- Vesting price is based on the closing price of Class A Common Stock on May 18, 2016, pursuant to the Spark Energy, Inc. Long Term Incentive Plan.
- Each RSU represents a right to receive, upon vesting, one share of Class A Common Stock of Spark Energy, Inc., cash, or a combination of both. Each RSU includes tandem dividend equivalents which will vest upon the same schedule referenced in footnote 5.
- The RSUs will vest ratably over four years commencing May 18, 2017.

Remarks:

/s/ Nathan Kroeker, by Gil
Melman as Attorney-in-Fact 08/09/2017

** Signature of Reporting Person Date

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

* 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).

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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