

EDELMAN THOMAS J  
Form 4  
August 03, 2012

**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 \*  
Edelman & Guill Energy L.P.

2. Issuer Name and Ticker or Trading Symbol  
PostRock Energy Corp [PSTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
700 LOUISIANA STREET, SUITE 4770

3. Date of Earliest Transaction (Month/Day/Year)  
08/01/2012

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

(Street)  
HOUSTON, TX 77002

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

6. 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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/01/2012		P		2,878,347	A	\$ 1.95	4,917,874 I	By White Deer Energy L.P. (1)
Common Stock	08/01/2012		P		95,637	A	\$ 1.95	163,403 I	By White Deer Energy TE L.P. (1)
Common Stock	08/01/2012		P		102,939	A	\$ 1.95	175,879 I	By White Deer Energy FI

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount
Common Stock Warrants (right to buy)	\$ 1.95	08/01/2012		P	2,878,347	08/01/2012	02/01/2020	Common Stock	2,878,347
Common Stock Warrants (right to buy)	\$ 1.95	08/01/2012		P	95,637	08/01/2012	02/01/2020	Common Stock	95,637
Common Stock Warrants (right to buy)	\$ 1.95	08/01/2012		P	102,939	08/01/2012	02/01/2020	Common Stock	102,939

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Edelman & Guill Energy L.P. 700 LOUISIANA STREET SUITE 4770 HOUSTON, TX 77002	X	X		
Edelman & Guill Energy Ltd. 700 LOUISIANA STREET SUITE 4770	X	X		

HOUSTON, TX 77002

White Deer Energy L.P.  
700 LOUISIANA STREET  
HOUSTON, TX 77002

	X	X
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White Deer Energy TE L.P.  
700 LOUISIANA STREET  
HOUSTON, TX 77002

	X	X
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White Deer Energy FI, L.P.  
700 LOUISIANA STREET  
SUITE 4770  
HOUSTON, TX 77002

	X	X
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EDELMAN THOMAS J  
777 MAIN STREET  
SUITE 2500  
FORT WORTH, TX 76102

	X	
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GUILL BEN A  
600 TRAVIS  
SUITE 6000  
HOUSTON, TX 77002

	X	X
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## Signatures

/s/ Thomas Edelman, director of Edelman & Guill Energy Ltd., general partner of Edelman & Guill Energy L.P., general partner of White Deer Energy L.P.

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman, director of Edelman & Guill Energy Ltd., general partner of Edelman & Guill Energy L.P., general partner of White Deer Energy TE L.P.

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman, director of Edelman & Guill Energy Ltd., general partner of Edelman & Guill Energy L.P., general partner of White Deer Energy FI L.P.

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman, director of Edelman & Guill Energy Ltd., general partner of Edelman & Guill Energy L.P.

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman, director of Edelman & Guill Energy Ltd.

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman

08/03/2012

\_\_Signature of Reporting Person

Date

/s/ Thomas Edelman, as Attorney-In-Fact For Ben A. Guill

08/03/2012

\_\_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).

## Edgar Filing: EDELMAN THOMAS J - Form 4

Mr. Edelman has been appointed as a director of the Issuer. Edelman & Guill Energy L.P. is the general partner of each of White Deer Energy L.P., White Deer Energy TE L.P. and White Deer Energy FI L.P. (collectively, the "Funds"), Edelman & Guill Energy Ltd. is the general partner of Edelman & Guill Energy L.P., and Messrs. Edelman and Guill are the directors of Edelman & Guill Energy Ltd.

- (1) Accordingly, each of Edelman & Guill Energy Ltd., Edelman & Guill Energy L.P. and Messrs. Edelman and Guill may be deemed to control the decisions of the Funds. The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interests therein, and this report shall not be deemed an admission that the reporting persons are the beneficial owners of these securities for purposes of Section 16 or for any other purpose.

Pursuant to the Securities Purchase Agreement, dated August 1, 2012, by and among the Issuer and the Funds, the Warrants are

- (2) exercisable at a price to be mutually agreed to by the Issuer and the Funds before September 30, 2012; provided that the price per share of Common Stock issuable upon exercise of the Warrants shall be no less than \$0.125 per share.

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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