

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Ecoark Holdings, Inc.

Form: 4

Date Filed: 2017-08-18

Corporate Issuer CIK: 1437491

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person Oliphant Jay T.		2. Issuer Name and Ticker or Trading Symbol Ecoark Holdings, Inc. [EARK]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CORPORATE CONTROLLER, PFO				
(Last) (First) (Middle) 3333 S. PINNACLE HILLS PARKWAY, SUITE 220		3. Date of Earliest Transaction (Month/Day/Year) 08/16/2017						
(Street) ROGERS, AR 72758		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
Ecoark Holdings, Inc.	08/16/2017	08/16/2017	S ⁽¹⁾		V Amount (A) or (D) Price 4,356 D \$ 3.02 ⁽²⁾	149,821	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.	SEC 1474 (9-02)
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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 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 Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
				Code V (A) (D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Oliphant Jay T. 3333 S. PINNACLE HILLS PARKWAY SUITE 220 ROGERS, AR 72758			CORPORATE CONTROLLER, PFO	

Signatures

/s/ JAY T OLIPHANT		08/18/2017
Signature of Reporting Person		Date
BY: TROY RICHARDS, ATTORNEY-IN-FACT		08/18/2017
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 transaction reported on this Form 4 was mandated by the issuers election under its 2013 Incentive Stock Plan (the Plan) to require the satisfaction of tax withholding obligations to be funded by a Rule 10b5-1 sell to cover transaction. The reporting person was awarded restricted stock under the Plan and subsequently adopted a Rule 10b5-1 trading plan that allowed dispositions solely for the (1) limited purpose of satisfying tax withholding obligations upon the vesting of such award. The transaction reported on this Form 4 does not represent a discretionary trade by the reporting person, but rather was effected pursuant to the reporting persons 10b5-1 trading plan for the limited purpose of satisfying tax withholding obligations upon the partial vesting of the restricted stock awarded under the Plan.

The price reported in Column 4 is a weighted average price. These shares were sold in four transactions. 356 shares were sold at \$3.16, and 1,500 shares at \$2.95 and 2,080 shares at \$2.99, and (2) 420 at \$3.25. The reporting person undertakes to provide the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price set forth in in this footnote.

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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