

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

New Age Beverages Corp

Form: 4

Date Filed: 2018-10-25

Corporate Issuer CIK: 1579823

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FORM 4

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

OMB APPROV	AL
OMB Number:	3235-0287
Estimated average burder	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 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 Re	sponses)																
1. Name and Address of Reporting Person 2. Issuer N Fallon Neil New Age							d Ticker or T ages Corp	-	•				Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
	(Last) (First) (Middle) 3. Date of Earliest 10/23/2018 CORPORATION, 1700 E. 68TH AVENUE					e of Earliest Transaction (Month/Day/Year)								e below)		(specify below)	
DENVER, CO	3 80229	(Street)	4	4. If Amend	men	t, Da	te Original F	iled Month	/Day/Yea	ır)			6. Individual or Jo _X_ Form filed by One Form filed by More	Reporting Per	son	able Line)	
(City)	7 00220	(State)	(Zip)				Table I -	Non-De	rivativ	e Secu	urities	Acqui	ired, Disposed o	of, or Benef	ficially Owned		
1.Title of Security (Instr. 3)	У		2. Transaction Date (Month/Day/Yea	Execution Da		ate, if	(Instr. 8)	or Disp		• • • •		5. Amount of Securities Beneficially Owned Following Reported Transac (Instr. 3 and 4)			6. Ownership Form:	7. Nature of Indirect Beneficial	
				(Month/I	Day/	Year)	Code	v	Amou		(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
common stoc	k		10/23/2018				Α	5	5,127,	000 A	4	<u>(1)</u>	5,350,758			D	
			Table II				ities Acquir warrants, o	OMB co	ontrol i	numbe	er. Benefic	ially (d unless the for Owned	m displays	a currently va	ilid	,
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)	Code	n	Deriv Secu Acqu Disp (D)	vative	and Expi			rlying S	Amount of Securities 4)		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	٧	(A)		Date Exercisal		oiration te	Title		Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Series C Convertible Preferred Stock	<u>(1)</u>	10/23/2018		М			5,127	<u>(1)</u>		<u>(1)</u>		nmon ock	5,127,000	<u>(1)</u>	0	D	
Reportinç	g Owne	rs		•										1		1	1

Departing Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Fallon Neil C/O NEW AGE BEVERAGES CORPORATION	V								
1700 E. 68TH AVENUE	Х								
DENVER, CO 80229									

Signatures

/s/ Neil Fallon	10/25/2018
-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).

On September 20, 2018, the Reporting Party entered into an Exchange Agreement with the Issuer (the "Exchange Agreement"), pursuant to which, the Reporting Person exchanged 5,127,000 shares of the Issuer's common stock for 5,127 shares of the Issuer's newly issued Series C Convertible Preferred Stock Each share of Series C Preferred Stock converts into 1,000 shares of the Issuer's common stock, upon the date on which an amendment to the Issuer's Articles of Incorporation as amended, is filed with the Secretary of State of the State of Washington to increase the

(1) authorized shares of the Issuer's common stock from 50,000,000 to 100,000,000 shares. The share exchange contemplated in the Exchange Agreement, and the derivative securities issued thereunder as disclosed herein, is an exempt Rule 16b-3 transaction. On October 23, 2018, the Articles of Incorporation were amended to increase the authorized shares of the Issuer's common stock to 100,000,000, and in accord with the terms of the Exchange Agreement, the 5,127 shares of Series C Convertible Preferred Stock held by the Reporting Person converted into 5,127,000 shares of the Issuer's common stock.

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.

FORM 4

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

OMB A	APPF	ROV	AL
OMB Number:			3235-028
			1

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours 0.5 per response.

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 Res	sponses)																	
1. Name and Add Fallon Neil		Susuer Name and Ticker or Trading Symbol New Age Beverages Corp [NBEV]									Relationship of Reporting Person(s) to Issuer (Check all applicable) 10% Owner							
(Last) C/O NEW AG CORPORATI		3. Date of Earliest Transaction (Month/Day/Year) 10/23/2018										e below)		(specify below)				
(Street) DENVER, CO 80229					4. If Amendment, Date Original Filed(Month/Day/Year)									Individual or Joint/Group Filing(Check Applicable Line) X. 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 Beneficial												
1. Title of Security (Instr. 3)			2. Transa Date (Month/D		Execution Da		ate, if	(Instr. 8)	or E		Disposed str. 3, 4 a	ccurities Acquired (A sposed of (D) : 3, 4 and 5)		Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
common stoc	l _r		10/23/2	2010				Code	٧	_	Amount 127,000	(D)	Price (1)	5,350,758			(Instr. 4)	
		te line for each clas						<u> </u>		υ,	127,000	, ,		0,000,700				
1. Title of	2.	3. Transaction	3A. Deeme				alls, v	ties Acqui warrants, o	forn OMI ired, C option	n are B cor Dispo	not requi ntrol num sed of, or onvertible	red to r ber. Benefi securi	respond icially (ties)	lection of inforr d unless the for Dwned Amount of	m displays	a currently va	alid	1474 (9-02) 11. Nature
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution any (Month/Da		Code	on	Dispo (D)		and Expiration Date Underlying (Month/Day/Year) (Instr. 3 ard)				Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s	Ownership Form of Derivative Security: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)		
					Code	٧	(A)	(D)	Date Exerc	cisabl	Expiration	on Title		Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Series C Convertible Preferred Stock	<u>(1)</u>	10/23/2018			М			5,127	-	<u>(1)</u>	<u>(1)</u>		mmon tock	5,127,000	<u>(1)</u>	0	D	
Reporting	g Owne	rs																
Reno	orting Owner	Name / Address			Relati	ions	hips											
Reporting Owner Name / Address Dire				Directo	or 10% O	wner	Offic	cer Other										

Panarting Owner Name / Address	Helationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Fallon Neil C/O NEW AGE BEVERAGES CORPORATION 1700 E. 68TH AVENUE DENVER, CO 80229	Х								

Signatures

/s/ Neil Fallon	10/25/2018
-Signature of Reporting Person	Date

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