

Edgar Filing: StealthGas Inc. - Form SC 13G/A

StealthGas Inc.
Form SC 13G/A
February 13, 2018

SCHEDULE 13G

Amendment No. 3

STEALTHGAS INC

COMMON STOCK

Cusip #Y81669106

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

Cusip #Y81669106

Item 1: Reporting Person - FMR LLC

Item 2: (a)

(b)

Item 4: Delaware

Item 5: 0

Item 6: 0

Item 7: 2,370,274

Item 8: 0

Item 9: 2,370,274

Item 11: 5.946%

Item 12: HC

Cusip #Y81669106

Item 1: Reporting Person - Abigail P. Johnson

Item 2: (a)

(b)

Item 4: United States of America

Item 5: 0

Item 6: 0

Item 7: 2,370,274

Item 8: 0

Item 9: 2,370,274

Item 11: 5.946%

Item 12: IN

Cusip #Y81669106

Item 1: Reporting Person - Select Energy Service Portfolio

Item 2: (a)

(b)

Item 4: Massachusetts

Item 5: 2,370,274

Item 6: 0

Item 7: 0

Item 8: 0

Item 9: 2,370,274

Item 11: 5.946%

Item 12: IV

Item 1(a). Name of Issuer:

STEALTHGAS INC

Item 1(b). Address of Issuer's Principal Executive Offices:

331 Kifissias Avenue

Erithrea

Athens, 14561
Greece

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Item 2(a). Name of Person Filing:

FMR LLC

Item 2(b). Address or Principal Business Office or, if None,
Residence:

245 Summer Street, Boston, Massachusetts 02210

Item 2(c). Citizenship:

Not applicable

Item 2(d). Title of Class of Securities:

COMMON STOCK

Item 2(e). CUSIP Number:

Y81669106

Item 3. This statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or (c) and the person filing, FMR LLC, is a parent holding company in accordance with Section 240.13d-1(b)(1)(ii)(G). (Note: See Exhibit A).

Item 4. Ownership

(a) Amount Beneficially Owned: 2,370,274

(b) Percent of Class: 5.946%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 0

(ii) shared power to vote or to direct the vote: 0

disposition of: (iii) sole power to dispose or to direct the
2,370,274

disposition of: (iv) shared power to dispose or to direct the
0

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

See attached Exhibit A.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

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- Item 9. Notice of Dissolution of Group.
Not applicable.
- Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2018
Date

/s/ Marc R. Bryant
Signature

Marc R. Bryant
Duly authorized under Power of Attorney effective as of September 23, 2015, by and on behalf of FMR LLC and its direct and indirect subsidiaries*

* This power of attorney is incorporated herein by reference to Exhibit 24 to the Schedule 13G filed by FMR LLC on June 10, 2016, accession number: 0000315066-16-005935

Exhibit A

Pursuant to the instructions in Item 7 of Schedule 13G, the following table lists the identity and Item 3 classification, if applicable, of each relevant entity that beneficially owns shares of the security class being reported on this Schedule 13G.

Entity	ITEM 3 Classification
FMR CO., INC	* IA

* Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.

Abigail P. Johnson is a Director, the Chairman and the Chief Executive Officer of FMR LLC.

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Members of the Johnson family, including Abigail P. Johnson, are the predominant owners, directly or through trusts, of Series B voting common shares of FMR LLC, representing 49% of the voting power of FMR LLC. The Johnson family group and all other Series B shareholders have entered into a shareholders' voting agreement under which all Series B voting common shares will be voted in accordance with the majority vote of Series B voting common shares. Accordingly, through their ownership of voting common shares and the execution of the shareholders' voting agreement, members of the Johnson family may be deemed, under the Investment Company Act of 1940, to form a controlling group with respect to FMR LLC.

Neither FMR LLC nor Abigail P. Johnson has the sole power to vote or direct the voting of the shares owned directly by the various investment companies registered under the Investment Company Act ("Fidelity Funds") advised by Fidelity Management & Research Company ("FMR Co"), a wholly owned subsidiary of FMR LLC, which power resides with the Fidelity Funds' Boards of Trustees. Fidelity Management & Research Company carries out the voting of the shares under written guidelines established by the Fidelity Funds' Boards of Trustees.

This filing reflects the securities beneficially owned, or that may be deemed to be beneficially owned, by FMR LLC, certain of its subsidiaries and affiliates, and other companies (collectively, the "FMR Reporters"). This filing does not reflect securities, if any, beneficially owned by certain other companies whose beneficial ownership of securities is disaggregated from that of the FMR Reporters in accordance with Securities and Exchange Commission Release No. 34-39538 (January 12, 1998).

RULE 13d-1(k) (1) AGREEMENT

The undersigned persons, on February 13, 2018, agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of the COMMON STOCK of STEALTHGAS INC at December 29, 2017.

FMR LLC

By /s/ Marc R. Bryant
Marc R. Bryant

Duly authorized under Power of Attorney effective as of September 23, 2015, by and on behalf of FMR LLC and its direct and indirect subsidiaries*

Abigail P. Johnson

By /s/ Marc R. Bryant
Marc R. Bryant

Duly authorized under Power of Attorney effective as of December 16, 2015, by and on behalf of Abigail P. Johnson*

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Select Energy Service Portfolio

By /s/ Marc R. Bryant
Marc R. Bryant
Secretary

* This power of attorney is incorporated herein by reference to Exhibit 24 to the Schedule 13G filed by FMR LLC on June 10, 2016, accession number: 0000315066-16-005935

le="DISPLAY: inline; FONT-FAMILY: Times New Roman; FONT-SIZE: 10pt; FONT-WEIGHT: bold">Note
3. Investments

The following table presents the fair value of the Plan's investments that represent 5 percent or more of the Plan's net assets at December 31, 2010 or 2009.

	2010	2009
Pooled separate accounts:		
ING Fixed Account	\$9,148,784	\$8,494,622
Fidelity VIP Contrafund Portfolio	1,485,745	430,553
Company stock unit fund	\$4,006,199	\$1,161,534

CALLON PETROLEUM COMPANY
 EMPLOYEE SAVINGS AND PROTECTION PLAN
 Year Ended December 31, 2010

NOTES TO FINANCIAL STATEMENTS

Note 3. Continued

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated \$4,397,193 during the year ended December 31, 2010 as follows:

Pooled separate accounts:	\$1,025,154
Company stock unit fund:	3,372,039
Net appreciation in fair value of investments	\$4,397,193

Note 4. Company Stock Unit Fund

The value of the Company stock unit fund is a combination of the market value of shares of Callon investments. As of December 31, 2010 and 2009, the Company stock unit fund was made up of 666,496 and 752,098 shares of Company securities and \$60,543 and \$33,384 in short-term investments, respectively.

Note 5. Tax Status of Plan

The trust, established under the Plan to hold the Plan's assets, is qualified pursuant to the appropriate section of the Internal Revenue Code ("IRC"), and accordingly, the trust's net investment income is exempt from income taxes. The Plan has obtained a favorable tax determination letter from the Internal Revenue Service. Although the Plan has been amended since receiving the determination letter, the Plan's administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more-likely-than-not would be sustained upon examination. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

CALLON PETROLEUM COMPANY
 EMPLOYEE SAVINGS AND PROTECTION PLAN
 Year Ended December 31, 2010

NOTES TO FINANCIAL STATEMENTS

Note 6. Related Party Transactions

The investments in pooled separate accounts are managed by ING. ING is the custodian of the Plan assets as defined by the Plan and, therefore, transactions in these investments, as well as investments in employer securities and notes receivable from participants, qualify as exempt party-in-interest transactions. Fees paid by the Plan to ING for certain administrative services totaled \$2,345 for the year ended December 31, 2010.

Note 7. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 8. Reconciliation of Financial Statements to Form 5500

The financial information included in the Plan's Form 5500 is reported on the cash basis of accounting. Therefore, reconciliations are included to reconcile the net assets available for benefits and the net increase in net assets available for benefits per the financial statements to the Form 5500.

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31,	
	2010	2009
Net assets available for benefits per the financial statements	\$22,605,672	\$17,432,283
Employer contribution receivable	(72,388)	(50,445)
Net assets available for benefits per the Form 5500	\$22,533,284	\$17,381,838

The following is a reconciliation of net increase in net assets available for benefits per the financial statement to the Form 5500:

	Year Ended December 31, 2010
Net increase in net assets available for benefits per the financial statements	\$5,173,389
Less: Current year employer contributions receivable	(72,388)
Plus: Prior year employer contributions receivable	50,445
Net increase in net assets available for benefits per the Form 5500	\$5,151,446

CALLON PETROLEUM COMPANY
EMPLOYEE SAVINGS AND PROTECTION PLAN
Year Ended December 31, 2010

NOTES TO FINANCIAL STATEMENTS

Note 9. Fair Value Measurements

FASB ASC Topic 820, Fair Value Measurements and Disclosures ("ASC 820"), establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2 Inputs to the valuation methodology include: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.
- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value on a recurring basis. There have been no changes in the methodologies used at December 31, 2010 and 2009.

Pooled separate accounts: Valued at the accumulated unit value ("AUV") of shares held by the Plan at year-end (Level 2).

Company stock unit fund: Valued at the net asset value ("NAV") of shares held by the Plan at year-end (Level 2).

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

CALLON PETROLEUM COMPANY
EMPLOYEE SAVINGS AND PROTECTION PLAN
Year Ended December 31, 2010

NOTES TO FINANCIAL STATEMENTS

Note 9. Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010:

	Level 1	Level 2	Level 3
Pooled separate accounts			
Fixed account	\$-	\$9,148,784	\$-
Money market	-	217,824	-
Bonds	-	727,591	-
Asset allocation	-	2,089,547	-
Balanced	-	572,355	-
Large-cap value	-	1,458,330	-
Large-cap growth	-	1,485,745	-
Small/Mid/Specialty	-	1,265,367	-
Global/International	-	969,307	-
Company stock unit fund	-	4,006,199	-
Total assets at fair value	\$-	\$21,941,049	\$-

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009:

	Level 1	Level 2	Level 3
Pooled separate accounts			
Fixed account	\$-	\$8,494,622	\$-
Money market	-	124,130	-
Bonds	-	487,720	-
Asset allocation	-	1,694,618	-
Balanced	-	512,542	-
Large-cap value	-	917,732	-
Large-cap growth	-	1,307,557	-
Small/Mid/Specialty	-	1,273,281	-
Global/International	-	778,792	-
Company stock unit fund	-	1,161,534	-
Total assets at fair value	\$-	\$16,752,528	\$-

CALLON PETROLEUM COMPANY
EMPLOYEE SAVINGS AND PROTECTION PLAN
Employer Identification Number 94-0744280
Plan Number: 002
Schedule H, line 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Pooled separate accounts			
	*ING	Fixed Account		
		9,148,784.140 units		\$9,148,784
	*ING	Money Market Portfolio		
		17,978.862 units		217,824
	*ING	GNMA Income Fund		
		2,924.928 units		44,584
	*ING	PIMCO Total Return Portfolio		
		12,806.623 units		208,380
	Pioneer	High Yield Fund		
		23,783.809 units		474,627
	*ING	Van Kampen Equity & Income		
		38,921.292 units		572,355
	Ivy	Asset Strategy		
		21,884.807 units		263,868
	*ING	JP Morgan Mid Cap Value Portfolio		
		11,321.103 units		216,984
	*ING	Small-Cap Opportunities		
		30,708.708 units		358,621
	T. Rowe Price	Mid-Cap Growth Fund		
		17,504.701 units		461,214
	*ING	Russell Mid-Cap Index Port I		
		2,288.208 units		26,812
	Neuberger Berman	Genesis		
		7,814.536 units		105,425

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*ING	U.S. Stock Index	
	51,682.662 units	576,331
Fidelity	VIP II Contrafund	
	101,637.110 units	1,485,745
*ING	T. Rowe Price Equity Income	
	29,124.978 units	530,940

CALLON PETROLEUM COMPANY
EMPLOYEE SAVINGS AND PROTECTION PLAN
Employer Identification Number 94-0744280
Plan Number: 002
Schedule H, line 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	American Funds	Fundamental Investors 33,165.589 units		\$351,059
	*ING	Solution 2055 Portfolio 98.215 units		1,113
	*ING	American Century Small-Cap Value Portfolio 4,950.206 units		96,311
	*ING	VP International Value Portfolio 31,455.669 units		458,488
	*ING	Oppenheimer Global Portfolio 14,582.215 units		246,951
	*ING	Solution 2015 Portfolio 56,865.446 units		695,198
	*ING	Solution 2025 Portfolio 56,747.754 units		685,284
	*ING	Solution 2035 Portfolio 28,036.235 units		342,984
	*ING	Solution 2045 Portfolio 1,278.984 units		15,696
	*ING	Solution Income Portfolio 28,237.199 units		349,272
		Total pooled accounts		17,934,850
	*ING	Company stock unit fund 313,031.018 units		4,006,199
		Total investments		21,941,049

*Notes receivable from participants	4.75 percent interest rate, maturity of up to 5 years, with residential loans maturing in 30 years	592,235
		\$22,533,284

* Denotes party-in-interest

(d) Cost information is omitted due to transactions being participant or beneficiary directed under an individual account plan.

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the Plan administrator has duly caused this annual report to be signed on their behalf by the undersigned hereunto duly authorized.

CALLON PETROLEUM COMPANY
(Registrant)

Date: June 29, 2011

By: /s/ Fred L. Callon

Fred L. Callon
President and Chief Executive Officer
(on behalf of the registrant and as the principal
financial officer)

EXHIBIT INDEX

Exhibit Index	Description
23.1 public accounting firm	Consent of HORNE LLP, independent registered