

Atlas Capital Resources II LP
 Form 3
 January 17, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â Atlas Capital Resources II LP (Last) (First) (Middle) 100 NORTHFIELD STREET (Street) GREENWICH,Â CTÂ 06830 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 01/15/2019 | 3. Issuer Name and Ticker or Trading Symbol Horizon Global Corp [HZN] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|--|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 2,511,259 | I | See footnotes <u>(1)</u> <u>(2)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

Shares (I)
(Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Atlas Capital Resources II LP 100 NORTHFIELD STREET GREENWICH, CT 06830 | ^ | ^ X | ^ | ^ |
| Lapetus Capital II LLC 100 NORTHFIELD STREET GREENWICH, CT 06830 | ^ | ^ X | ^ | ^ |
| Atlas Capital GP II LP 100 NORTHFIELD STREET GREENWICH, CT 06830 | ^ | ^ X | ^ | ^ |
| Atlas Capital Resources GP II LLC 100 NORTHFIELD STREET GREENWICH, CT 06830 | ^ | ^ X | ^ | ^ |

Signatures

ATLAS CAPITAL RESOURCES II LP; By: Atlas Capital GP II LP, its general partner; By:
Atlas Capital Resources GP II LLC, its general partner; /s/ Timothy J. Fazio, Managing Partner

01/17/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) Lapetus Capital II LLC, a Delaware limited liability company ("Lapetus") is the direct record owner of 2,511,259 shares of Common Stock of the Issuer. Atlas Capital Resources II LP, a Delaware limited partnership ("ACR II"), is the majority and controlling member of Lapetus. Atlas Capital GP II LP, a Delaware limited partnership ("AC GP"), is the general partner of ACR II. Atlas Capital Resources GP II LLC, a Delaware limited liability company ("ACR GP"), is the general partner of AC GP. Lapetus, ACR II, AC GP and ACR GP are collectively referred to as the "Atlas Entities." Andrew M. Bursky and Timothy J. Fazio are each a Managing Partner of ACR GP, and may be deemed to control the Atlas Entities. By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended, each of the Atlas Entities, Mr. Bursky and Mr. Fazio may be deemed to have an indirect pecuniary interest in the shares of the Common Stock that are held by Lapetus.

(2) In accordance with Instruction 5(b)(iv), the entire amount of the shares of Common Stock that is owned by Lapetus is reported herein. Each of Mr. Bursky, Mr. Fazio, ACR II GP, AC GP and ACR GP disclaims beneficial ownership interest of the Common Stock except, in each case, to the extent it or he has any indirect pecuniary interest therein.

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Remarks:

Exhibit List

Exhibit 24.1 - Power of Attorney

Exhibit 24.2 - Power of Attorney

Exhibit 99.1 - Joint Filers' Names and Addresses

Exhibit 99.2 - Joint Filers' Signatures

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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