

Parag Prakash J  
Form 4/A  
May 17, 2018

# 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 \*  
Parag Prakash J

2. Issuer Name and Ticker or Trading Symbol  
SPIRIT REALTY CAPITAL, INC.  
[SRC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2727 N. HARWOOD STREET,  
SUITE 300  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2018

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chief Accounting Officer

DALLAS, TX 75201

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/07/2018

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 Ownership (Instr. 4) |                       |   |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------------------|---|
|  |                                      |  |                                | Code  | V   | Amount   | (A) or (D)                        | Price                 |   |
| Common Stock, par value \$0.01 per share | 03/01/2018                           |  | A                              |   | 22,638 <sup>(1)</sup>   | A  | \$ 7.82                           | 30,418 <sup>(1)</sup> | D |
| Common Stock, par value \$0.01 per share | 03/01/2018                           |  | A                              |   | 13,583 <sup>(2)</sup>   | A  | \$ 7.82                           | 44,001 <sup>(2)</sup> | 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.

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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 |
| Parag Prakash J<br>2727 N. HARWOOD STREET, SUITE 300<br>DALLAS, TX 75201 |               |           | Chief Accounting Officer |       |

## Signatures

/s/ Prakash  
Parag 05/17/2018

\*\*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).
  - (1) Due to a clerical error, the reporting person is filing this amendment to the Form 4 originally filed on March 7, 2018 (this "Amendment") to correct the number of non-derivative securities granted from 2,895 to 22,638, and the amount of non-derivative securities beneficially owned following the reported transaction from 10,675 to 30,418.
  - (2) Due to a clerical error, the reporting person is filing this amendment to correct the number of non-derivative securities beneficially granted from 1,737 to 13,583, and Due to a clerical error, the reporting person is filing this amendment to correct the amount of non-derivative securities beneficially owned following the reported transaction from 12,412 to 44,001.

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.