SEC Form 4

FORM 4

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

OMB APPROVAL

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OMB Number:	3235-0287								
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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

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

1. Name and Address of Reporting Person [*] <u>Revers Daniel R</u>			2. Issuer Name and Ticker or Trading Symbol <u>OPAL Fuels Inc.</u> [OPAL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/25/2023	Officer (give title Other (specify below) below)						
200 CLARENDON ST, 55TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street)	МА	02116		Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

1. Title of Security (Instr. 3)	Date Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 ar				l (A) or	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
	(Month/Day/Year)	(Month/Day/Year)	8)		´			Beneficially Owned Following Reported Transaction(s)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Class A Common Stock			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4) 1,281,175	D	
Class A Common Stock	10/25/2023		J ⁽¹⁾		47,765	D	(1)	2,611,673	I	See footnote ⁽²⁾

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	Derivative (Month/Day/Year) Securities Acquired (A) or Disposed		7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On October 25, 2023, the reported securities were distributed to an equity owner of the Sponsor (as defined below) for no consideration.

2. After giving effect to such distribution, the reported securities consist of (i) 2,225,332 shares of Class A common stock held directly by ArcLight CTC Holdings II, L.P., a Delaware limited partnership (the "Sponsor"), (ii) 322,227 shares of Class A common stock held directly by ACHP B, L.P., a Delaware limited partnership ("ACHP B"), and (iii) 67,114 shares of Class A common stock held directly by ACHP B, L.P., a Delaware limited partnership ("ACHP B"), and (iii) 67,114 shares of Class A common stock held directly by ACHP B, L.P., a Delaware limited partnership ("ACHP B"), and the sponsor ("ACTC GP"). Mr. Revers has voting and investment discretion with respect to the securities held by the Sponsor, ACHP B and ACTC GP, and thus may be deemed to have beneficial ownership of such securities. Mr. Revers expressly disclaims any such beneficial ownership of such securities, except to the extent of his individual pecuniary interest therein.

> 10/26/2023 By: /s/ Daniel R. Revers

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.