

INERGY L P
Form 4
December 07, 2010

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 *
MOLER WILLIAM R.

(Last) (First) (Middle)
TWO BRUSH CREEK
BLVD., SUITE 200

(Street)

KANSAS CITY, MO 64112

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INERGY L P [NRGY]

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP MIDSTREAM OPERATIONS

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | Price | |
| Common Units | 12/03/2010 | | M | | 34,650 | A \$ 9.74 | 217,034 ⁽¹⁾ D |
| Common Units | 12/03/2010 | | S | | 34,650 | D \$ 38.1502 | 182,384 ⁽¹⁾ D |
| | | | | | | ⁽²⁾ ⁽⁴⁾ | |
| Common Units | 12/03/2010 | | M | | 11,550 | A \$ 14.43 | 193,934 ⁽¹⁾ D |
| Common Units | 12/03/2010 | | S | | 11,550 | D \$ 38.1922 | 182,384 ⁽¹⁾ D |
| | | | | | | ⁽²⁾ ⁽³⁾ | |
| | 12/03/2010 | | M | | 5,000 | A \$ 28.6 | 187,384 ⁽¹⁾ D |

Common
Units

Common Units 12/03/2010 S 5,000 D \$ 38.2214 182,384 ⁽¹⁾ D
(2) (5)

Common Units 1,460.79 I By Unit Purchase Plan

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.

SEC 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Long Term Incentive Plan | \$ 9.74 | 12/03/2010 | | M | 34,650 | 06/20/2008 06/16/2015 | Common Units 34,650 |
| Long Term Incentive Plan | \$ 14.43 | 12/03/2010 | | M | 11,550 | 09/15/2008 09/14/2015 | Common Units 11,550 |
| Long Term Incentive Plan | \$ 28.6 | 12/03/2010 | | M | 5,000 | 09/15/2010 09/14/2015 | Common Units 5,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MOLER WILLIAM R.
TWO BRUSH CREEK BLVD.
SUITE 200
KANSAS CITY, MO 64112

SVP MIDSTREAM OPERATIONS

Signatures

/s/ Judy Riddle (attorney-in-fact for William R.
Moler)

12/07/2010

__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) Includes restricted units granted under the Inergy, L.P. Long Term Incentive Plan, as amended.
- (2) Upon request, full information about the subject transaction will be provided to the SEC.
- (3) The prices for this transaction range from \$38.16 to \$38.21.
- (4) The prices for this transaction range from \$38.12 to \$38.16.
- (5) The prices for this transaction range from \$38.21 to \$38.25.

Remarks:

Contributions to the EUPP are used to purchase Inergy, L.P. Common Units at the end of each quarter.

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.