

DAVIS RAY C
Form 4
October 23, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
DAVIS RAY C

(Last) (First) (Middle)
5950 SHERRY LANE, SUITE 550
(Street)
DALLAS, TX 75225
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Energy Transfer LP [ET]

3. Date of Earliest Transaction
(Month/Day/Year)
10/19/2018

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)

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)		
Common Units	10/19/2018		A	109,575	A	U	1,112,069	I	By: RCD Stock Holdings, LLC (2)
Common Units	10/19/2018		A	587,001	A	U	1,941,721	I	By: Avatar BW. Ltd. (3)
Common Units							26,736,558	D	
Common Units							328,383	I	By: ET Company, Ltd. (4)
Common							51,701	I	By: Avatar

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Units				Holdings LLC
Common Units	15,987,283	I		By: Linda Davis 2008 Family Trust ⁽⁵⁾
Common Units	121,117	I		By: Avatar Stock Holdings, LP ⁽⁶⁾
Common Units	28,203,003	I		By: Avatar ETC Stock Holdings, LLC ⁽⁷⁾
Common Units	3,557,757	I		By: Avatar Investments, LP ⁽⁸⁾
Common Units	4,768,027	I		By: Ray Davis 2008 Grandchildren's Trust ⁽⁹⁾
Common Units	4,768,027	I		By: Linda Davis 2008 Grandchildren's Trust ⁽¹⁰⁾

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

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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)	8. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Units	<u>(11)</u>					<u>(11)</u>	<u>(11)</u>	Common Units	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS RAY C 5950 SHERRY LANE, SUITE 550 DALLAS, TX 75225			X	

Signatures

Peggy J. Harrison, Attorney-in-fact for Mr. Davis
10/23/2018

__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) Acquisition in connection with the merger of a wholly owned subsidiary of Energy Transfer Equity, L.P. ("ETE") with Energy Transfer Partners, L.P. ("ETP"), with ETP continuing as the surviving entity and becoming a wholly owned subsidiary of ETE (the "Merger"). On October 18, 2018, the last trading day for the ETP common units, the closing price of ETP's common units was \$21.47 per unit and the closing price of ETE's common units was \$16.82 per unit. Each ETP common unit outstanding was converted into the right to receive 1.28 ETE common units. As part of the Merger, ETE changed its name to "Energy Transfer LP" and its common units began trading on the New York Stock Exchange ("NYSE") under the "ET" ticker symbol when the market opened on Friday, October 19, 2018.
- (2) The reported units are owned directly by RCD Stock Holdings, LLC, a limited liability company owned by Mr. Davis.
- (3) The reported units are owned directly by Avatar BW, Ltd. a limited partnership, of which Mr. Davis is the owner of the general partner.
- (4) The reported units are owned directly by ET Company, Ltd. The reported units represent the estimated pro rata interest of Mr. Davis in ET Company, Ltd. Mr. Davis disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.
- (5) The reported units are owned directly by the Linda Davis 2008 Family Trust for the benefit of Mr. Davis' family. Mr. Davis' spouse is trustee of the trust. Mr. Davis disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein if any.
- (6) The reported units are owned directly by Avatar Stock Holdings, LP, a limited partnership of which Mr. Davis is the owner of the general partner.
- (7) The reported units are owned directly by Avatar ETC Stock Holdings LLC, a limited liability company owned by Mr. Davis.
- (8) The reported units are owned directly by Avatar Investments, LP, a limited partnership, of which Mr. Davis is the owner of the general partner.
- (9) The reported units are owned directly by the Ray Davis 2008 Grandchildren's Trust for the benefit of Mr. Davis' grandchildren. Mr. Davis is the trustee of the trust. Mr. Davis disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein if any.
- (10) The reported units are owned directly by the Linda Davis 2008 Grandchildren's Trust for the benefit of Mr. Davis' grandchildren. Mr. Davis' spouse is the trustee of the trust. Mr. Davis disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein if any.
- (11) An award of phantom units granted under the Amended and Restated Energy Transfer LP Long-Term Incentive Plan that will vest 60% on the third anniversary and 40% on the fifth anniversary of the award.

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.