

DAVIS RAY C
Form 5
February 16, 2010

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
DAVIS RAY C

(Last) (First) (Middle)

5950 SHERRY LANE, SUITE 550

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
Energy Transfer Equity, L.P. [ETE]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2009

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 Reporting

(check applicable line)

DALLAS, TX 75225

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Units	08/27/2009	Â	J ⁽⁶⁾	1,500,000 (1) D \$ 0	16,464,587 (1)	I	By ETC Holdings, L.P.
Common Units	08/27/2009	Â	J ⁽⁶⁾	1,379,528 A \$ 0	1,575,345	D	Â
Common Units	08/27/2009	Â	J ⁽⁶⁾	60,236 (2) A \$ 0	60,236 (2)	I	By Ray Davis GRAT
Common Units	08/27/2009	Â	J ⁽⁶⁾	60,236 (3) A \$ 0	60,236 (3)	I	By Linda Davis GRAT

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Common Units	Â	Â	Â	Â	Â	Â	742,254 ⁽⁴⁾	I	By Avatar Investments, LP
Common Units	Â	Â	Â	Â	Â	Â	50 ⁽⁵⁾	I	By Avatar Holdings, LLC

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

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SEC 2270
(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. of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title or Number of Shares		

Reporting Owners

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

Signatures

/s/ Sonia Aube,
Attorney-in-Fact 02/15/2010

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) The reported Common Units are owned directly by ETC Holdings, L.P. ("ETC"). The Common Units reported represent the estimated pro rata interest of Mr. Davis' in ETC, including his interest in other partners of ETC. ET GP LLC ("ETGP") may be deemed to beneficially own the units owned of record by ETC by virtue of ETGP being the sole general partner of ETC. Mr. Davis is a member of such entity and may also be deemed to share power to vote or to direct the vote and to dispose or to direct the disposition of the Common Units held

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by ETC.

- (2) The reported Common Units are owned directly by Ray Davis GRAT, a grantor retained annuity trust established by Mr. Davis. Mr. Davis disclaims beneficial ownership of the reported Common Units except to the extent of his pecuniary interest therein.
- (3) The reported Common Units are owned directly by Linda Davis GRAT, a grantor retained annuity trust established by the spouse of Mr. Davis. Mr. Davis disclaims beneficial ownership of the reported Common Units except to the extent of his pecuniary interest therein.
- (4) The reported Common Units are owned directly by Avatar Holdings, LLC, a limited partnership owned by Mr. Davis. Mr. Davis disclaims beneficial ownership of the reported Common Units except to the extent of his pecuniary interest therein.
- (5) The reported Common Units are owned directly by Avatar Holdings, LLC, a limited partnership owned by Mr. Davis. Mr. Davis disclaims beneficial ownership of the reported Common Units except to the extent of his pecuniary interest therein.
- (6) Reflects a prorata distribution of 1,500,000 units by ETC to the Ray Davis GRAT and the Linda Davis GRAT, a portion of which were in turn distributed on 9/15/09 by these trusts to Mr. Davis, all without change in beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.