

DAVIS RAY C
Form 5
February 14, 2013

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)
12/31/2012

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 ☐ Other (specify
below) 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	12/05/2012	Â	G	1,087,922 D \$ 0	6,794,031 I		By ETC Holdings, L.P. (1)
Common Units	12/05/2012	Â	G	1,087,922 D \$ 0	5,706,109 I		By ETC Holdings, L.P. (1)
Common Units	12/05/2012	Â	G	5,685,670 D \$ 0	20,439 I		By ETC Holdings, L.P. (1)

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Common Units	12/05/2012	Â	G	10,373	D	\$ 0	10,066	I	By ETC Holdings, L.P. (2)
Common Units	12/05/2012	Â	G	1,087,922	A	\$ 0	1,087,922	I	By Ray Davis 2008 Grandchildren's Trust (3)
Common Units	12/05/2012	Â	G	1,087,922	A	\$ 0	1,087,922	I	By Linda Davis 2008 Grandchildren's Trust (3)
Common Units	12/05/2012	Â	G	5,685,670	A	\$ 0	5,685,670	I	By Avatar ETC Stock Holdings LLC (3)
Common Units	12/05/2012	Â	G	10,373	A	\$ 0	10,423	I	By Avatar Holdings LLC (3)
Common Units	Â	Â	Â	Â	Â	Â	3,545,261	D	Â
Common Units	Â	Â	Â	Â	Â	Â	1,410,552	I	By Linda Davis
Common Units	Â	Â	Â	Â	Â	Â	3,223,005	I	By Linda Davis Remainder Trust (3)
Common Units	Â	Â	Â	Â	Â	Â	741,654	I	By Avatar Investments LP (3)

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

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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. of Derivative Securities (Instr. 5)
					(A) (D)	Date Exercisable Date	Title Amount 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

Sonia Aube,
Attorney-in-Fact 02/13/2013

__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) Reflects gifts made by Mr. Davis from his pro rata interest distributed by ETC Holdings, L.P., without change in beneficial ownership.
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 by ETC.
- (3) Mr. Davis disclaims beneficial ownership of units held by these entities except to the extent of his pecuniary interest therein.

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.