

DAVIS RAY C
Form 4
January 04, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden 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 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)
01/02/2019

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 | | | | (A) or (D) | 27,052,558 | D | |
| Common Units | | | | (A) or (D) | 1,112,069 | I | By: RCD Stock Holdings, LLC <u>(1)</u> |
| Common Units | | | | (A) or (D) | 1,941,721 | I | By: Avatar BW. Ltd. <u>(2)</u> |
| Common Units | | | | (A) or (D) | 328,383 | I | By: ET Company, Ltd. <u>(3)</u> |
| Common Units | | | | (A) or (D) | 51,701 | I | By: Avatar |

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| Units | | | | Holdings LLC (4) |
|--------------|------------|---|--|--|
| 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.

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) | 8. Price of Derivative Security (Instr. 3) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|----|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Units | (11) | 01/02/2019 | | A | 7,547 | (11) | (11) | Common Units | 7,547 | \$ |

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 01/04/2019

__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 units are owned directly by RCD Stock Holdings, LLC, a limited liability company owned by Mr. Davis.
- (2) The reported units are owned directly by Avatar BW, Ltd. a limited partnership, of which Mr. Davis is the owner of the general partner.
- (3) 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.
- (4) The reported units are owned directly by Avatar Holdings LLC, a limited liability company owned by Mr. Davis.
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.
- (5) 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.
- (6) The reported units are owned directly by Avatar ETC Stock Holdings LLC, a limited liability company owned by Mr. Davis.
- (7) The reported units are owned directly by Avatar Investments, LP, a limited partnership, of which Mr. Davis is the owner of the general partner.
- (8) 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.
- (9) 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.
- (10) An award of phantom units granted under the Amended and Restated Energy Transfer LP Long-Term Incentive Plan that will vest 60% on January 2, 2022 and and 40% on January 2, 2024 that may vest in Partnership units, cash or other securities and is generally contingent upon the reporting person's continued services on the Board of the general partner of the Partnership on each applicable vesting date.
- (11)

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.