

American Midstream Partners, LP
Form 4
April 04, 2017

FORM 4

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).

**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
Number: 3235-0287
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HANNA JON E

(Last) (First) (Middle)

2103 CITYWEST
BLVD., BUILDING 4, SUITE 800

(Street)

HOUSTON, TX 77042

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
American Midstream Partners, LP
[AMID]

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP-Crude Oil Gathering

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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. 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 (limited partner interests)	04/01/2017		M	2,503 A \$ 0	5,167	D	
Common Units (limited partner interests)	04/01/2017		F	685 D \$ 0	4,482	D	
	04/01/2017		M	1,155 A \$ 0	5,637	D	

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Common
Units
(limited
partner
interests)

Common
Units
(limited
partner
interests)

Common
Units
(limited
partner
interests)

Common
Units
(limited
partner
interests)

04/01/2017

F

316

D

\$ 0

5,321

D

04/01/2017

M

3,850

A

\$ 0

9,171

D

04/01/2017

F

1,053

D

\$ 0

8,118

D

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. 3)
				Code	V	(A)	(D)	
Phantom units ⁽¹⁾	<u>(2)</u>	04/01/2017		M		<u>(1)</u>	<u>(3)</u>	
	<u>(2)</u>	04/01/2017		M		<u>(5)</u>	<u>(3)</u>	

Amount
or
Number
of
Shares

Title

Common
Units
(limited
partner
interests)

Phantom
units (4)Common
Units
(limited
partner
interests)Phantom
units (6)(2)

04/01/2017

M

3,850

(7)(3)Common
Units
(limited
partner
interests)

3,850

\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANNA JON E 2103 CITYWEST BLVD. BUILDING 4, SUITE 800 HOUSTON, TX 77042			VP-Crude Oil Gathering	

Signatures

/s/ Regina Gregory, as Attorney-In-In Fact for Jon E.
Hanna

04/03/2017

**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) 2503 units vest 4/1/2017. The remaining 2502 units vest on 4/1/2018.
- (2) The phantom units are settled upon vesting in common units (on a one for one basis) or cash, at the discretion of the Issuer.
- (3) The phantom units do not expire.
- (4) Grant Date 4/1/2015.
- (5) One half of the units will vest 4/1/2017. The remaining units will vest on 4/1/2018.
- (6) Grant date 4/1/2016.
- (7) One-third of the units vest on each of the first three anniversaries of the 4/1/2016 grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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