Energy Transfer Equity, L.P. Form 4 January 15, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCCREA MARSHALL S III			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
				Energy Transfer Equity, L.P. [ETE]				(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction						
			(Month/D	ay/Year)				_X_ Director		Owner	
800 E. SON 400	TERRA BLV	D., SUITE	01/14/2	015				Officer (give below)	below)	er (specify	
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mor	nth/Day/Year))			Applicable Line) _X_ Form filed by O	One Reporting Per Iore than One Re		
SAN ANTO	ONIO, TX 782	258						Person	iore man one ke	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curitio	es Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction	Date 2A. Dee	med	3.	4. Securitie	s Acqu	iired	5. Amount of	6. Ownership	7. Nature of	
Security	Security (Month/Day/Year) Execution Date			* * * * * * * * * * * * * * * * * * * *				Securities Form: Direct Indirect			
(Instr. 3)		any	Code (Instr. 3, 4 and 5)					• • • • • • • • • • • • • • • • • • • •		Beneficial	
		(Month/	Day/Year)	(Instr. 8)				Owned Following	Indirect (I)	Ownership (Instr. 4)	
								Reported	(Instr. 4)	(IIISu. 4)	
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Designa	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Common Units	01/14/2015			S	400,000 (1)	D	\$ 48	1,748,018	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transaction	5. orNumber	6. Date Exerc Expiration D		7. Title a		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underly Securitic (Instr. 3	ring es	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	lumber		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MCCREA MARSHALL S III 800 E. SONTERRA BLVD. SUITE 400 SAN ANTONIO, TX 78258	X					

Signatures

Sonia Aube, Attorney-in-fact for Mr.

McCrea

01/15/2015

**Signature of Reporting Person

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).

Date

(1) Sale to Kelcy Warren Partners II, L.P. in a private transaction.

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.

Reporting Owners 2