

Williams William Presley
 Form 4
 December 29, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 Williams William Presley

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2126 CLEAR LAKE ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/27/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

WEATHERFORD, TX 76087
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
Common Units	12/27/2017		D	(A) or (D) Amount Price 12,323 (1) D \$ 0	22,216	D	

Common Units					2,338,484	I	By: The Williams P and Jane C Williams Family Partnership Ltd.
Common Units					3,032,028	I	By: The Bar W Barking Cat LTD

Partnership

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.

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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 (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 or Value of Underlying Securities (Instr. 3 and 4)
Phantom Units	(2)	12/27/2017		A	7,107	(2) (2)	Common Units (2)	7,107
Phantom Units	(3)	12/27/2017		A	5,216	(3) (3)	Common Units (3)	5,216

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams William Presley 2126 CLEAR LAKE ROAD WEATHERFORD, TX 76087			X	

Signatures

Sonia Aube, Attorney-in-fact for Mr. Williams
12/29/2017

**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).

These common units, previously granted in connection with an award of restricted units under the Partnership's original long-term (1) incentive plan, are being replaced with an award of phantom units in accordance with the Exchange and Rescission Agreement by and between the reporting person and the Partnership.

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- An award of phantom units granted under the Amended and Restated Energy Transfer Equity, L.P. Long-Term Incentive Plan scheduled to vest 60% on January 2, 2019 and 40% on January 2, 2021 that may vest in Partnership units, cash or other securities and is generally
- (2) contingent upon the reporting person's continued service on the Board of the general partner of the Partnership on each applicable vesting date. The Amended and Restated Energy Transfer Equity, L.P. Long-Term Incentive Plan - approved by the Board of Directors of the Partnership on December 20, 2017 - is pending approval by a majority of the ETE unitholders.

- An award of phantom units granted under the Amended and Restated Energy Transfer Equity, L.P. Long-Term Incentive Plan scheduled to vest 60% on January 2, 2020 and 40% on January 2, 2022 that may vest in Partnership units, cash or other securities and is generally
- (3) contingent upon the reporting person's continued service on the Board of the general partner of the Partnership on each applicable vesting date. The Amended and Restated Energy Transfer Equity, L.P. Long-Term Incentive Plan - approved by the Board of Directors of the Partnership on December 20, 2017 - is pending approval by a majority of the ETE unitholders.

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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