

DAVIS RAY C

Form 4

November 14, 2018

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
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(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)
11/12/2018

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	11/12/2018		P	V Amount (A) or (D) Price 316,000 A \$ 15.8	27,052,558	D	
Common Units					1,112,069	I	By: RCD Stock Holdings, LLC (1)
Common Units					1,941,721	I	By: Avatar BW. Ltd. (2)
Common Units					328,383	I	By: ET Company, Ltd. (3)
Common					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.

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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)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(11)					(11)	(11)		2,500

Phantom
UnitsCommon
Units

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

11/14/2018

**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.
- 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.
- (8) 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.
- (9) An award of phantom units granted under the Amended and Restated Energy Transfer LP Long-Term Incentive Plan that will vest 60% on the third anniversary and 40% on the fifth anniversary of the award.
- (10) An award of phantom units granted under the Amended and Restated Energy Transfer LP Long-Term Incentive Plan that will vest 60% on the third anniversary and 40% on the fifth anniversary of the award.
- (11)

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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