### Edgar Filing: AMERIGAS PARTNERS LP - Form 4

#### AMERIGAS PARTNERS LP

Form 4

December 05, 2014

## FORM 4

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

OMB Number: 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

APU Common

Units

12/04/2014

(Print or Type Responses)

			uer Name <b>and</b> Ticker or Trading I RIGAS PARTNERS LP [APU]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M		of Earliest Transaction	(Check all applicable)			
(Mor			n/Day/Year) /2014	Director 10% OwnerX_ Officer (give title Other (specify below)  Vice President and COO			
	(Street)	4. If A	mendment, Date Original	6. Individual or Joint/Group Filing(Check			
KING OF P	RUSSIA, PA 194	`	Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) T					
		1		quired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code (Instr. 3, 4 and 5)	Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			
APU Common Units	12/03/2014		M 1,370 A \$0	14,344 D			
APU Common Units	12/03/2014		F(1) 617 D \$ 47.94	13,727 D			

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

Α

373 (2) A \$ 0

14,100

D

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SEC 1474 (9-02)

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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. Transactic Code (Instr. 8)	5. Number proof 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
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	\$ 0	12/03/2014		M	1,370	(3)	12/03/2014	APU Common Units	1,370	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRADY R PAUL 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406

Vice President and COO

## **Signatures**

/s/ Jessica A. Milner, Attorney-in-Fact for R. Paul 12/05/2014

\*\*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 units were withheld by the issuer to satisfy the officer's income tax liability associated with the vesting of an award made in 2012.
- (2) Effective December 4, 2014, the reporting person was granted APU Common Units pursuant to the AmeriGas Propane, Inc. Executive Annual Bonus Plan.
- (3) Each Phantom Unit represents the right of the reporting person to receive an APU Common Unit after two years, subject to continued employment.

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.

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