Grimm Michael K Form 4 January 04, 2012

## FORM 4

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

OMB Number:

3235-0287

**OMB APPROVAL** 

January 31, Expires: 2005

burden hours per 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

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

**SECURITIES** 

1(b).

Common

Units

01/03/2012

(Print or Type Responses)

See Instruction

1. Name and A Grimm Micl	erson * 2. Issuer Symbol	Issuer Name and Ticker or Trading     Symbol			5. Relationship of Reporting Person(s) to Issuer				
	<i>.</i>	Energy Transfer Partners, L.P. [ETP]			(Check all applicable)				
(Last)	(First) (M	iddle) 3. Date of	Earliest Tra	ansaction					
	(Month/Da	(Month/Day/Year)				6 Owner			
P.O. BOX 8	01/03/20	01/03/2012			ve titleOth below)	er (specify			
	4. If Amer	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
		Filed(Mon	th/Day/Year)		•	One Reporting Po			
HORSESHO	DE BAY, TX 7865	57				Form filed by More than One Reporting Person			
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative Securities Acc	cquired, Disposed of, or Beneficially Owned				
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	on Date, if TransactionAcquired (A) or		Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(A)	Reported				
				or	Transaction(s)				
			Code V	Amount (D) Price	(Instr. 3 and 4)				

Code V

A

Amount

606 (1) A

(D)

Price

\$0

17,420

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.

D

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

#### Edgar Filing: Grimm Michael K - Form 4

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5.	6. Date Exerc Expiration Da		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(i.i.dia. Dayi Teal)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/) e		Underlying Securities (Instr. 3 and 4	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amoun or Numbe of Shares		

# **Reporting Owners**

HORSESHOE BAY, TX 78657

Reporting Owner Name / Address

Director 10% Owner Officer Other

Grimm Michael K
P.O. BOX 8813

X

## **Signatures**

Peggy J. Harrison, Attorney-in-Fact

\*\*Signature of Reporting Person Da

### **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) Issuance of Common Units pursuant to the annual grant to non-management directors under the Energy Transfer Partners, L.P. 2008 Long Term Incentive Plan.

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. LE>

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