Crestwood Equity Partners LP Form 4

August 01, 2014

## FORM 4

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

OMB Number: 3235-0287

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

**OMB APPROVAL** 

Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction

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 * SHERMAN JOHN J	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	Crestwood Equity Partners LP [CEQP]	(Check all applicable)			
(Last) (First) (Middle) 700 LOUISIANA STREET, SUITE 2060	3. Date of Earliest Transaction (Month/Day/Year) 07/30/2014	X Director 10% Owner Officer (give title below) Other (specify below)			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON, TX 77002		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative	Secu	rities Acqui	red, Disposed of	, or Beneficia	lly 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. Securiti	ed of (	` ′	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)
Units							10,100	2	
Common Units	07/30/2014		S	24,000 ( <u>3)</u>	D	\$ 15.1214 (4) (6)	18,107,270	I	As Trustee of the John J. Sherman Revocable Trust (1)
Common Units	07/31/2014		S	3,456 (3)	D	\$ 15.0903 (4) (5)	18,103,814	I	As Trustee of the John J. Sherman

Revocable

								Trust (1)
Common Units	07/30/2014	S	1,000 (3)	D	\$ 15.1214 (4) (6)	577,997	I	As Trustee of the John J. Sherman 2005 GRAT I (2)
Common Units	07/31/2014	S	144 (3)	D	\$ 15.0903 (4) (5)	577,853	I	As Trustee of the John J. Sherman 2005 GRAT I (2)

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.

SEC 1474

(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)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amoun Underly Securit (Instr. 3	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SHERMAN JOHN J 700 LOUISIANA STREET SUITE 2060 HOUSTON, TX 77002	X						

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#### **Signatures**

/s/ Judy R. Riddle (attorney-in-fact) for John J.
Sherman

08/01/2014

\*\*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) Mr. Sherman is the trustee of the John J. Sherman Revocable Trust. John Sherman is the sole beneficiary of this trust.
- (2) Mr. Sherman is a trustee of the John J. Sherman 2005 Grantor Retained Annuity Trust I.
  - These units were sold pursuant to the 10b5-1 Sales Plan dated December 12, 2013 adopted by John J. Sherman, individually and as
- (3) Trustee of the John J. Sherman Revocable Trust dated May 4, 1994 and John J. Sherman and Mary N. Sherman, individually and as Trustees of the John J. Sherman 2005 Grantor Retained Annuity Trust I dated March 31, 2005 and The Commerce Trust Company.
- (4) Upon request, full information about the subject transaction will be provided to the SEC.
- (5) The prices for this transaction range from \$15.00 to \$15.26
- (6) The prices for this transaction range from \$15.01 to \$15.15

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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