Griffis David L. Form 4 December 10, 2012

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

**OMB APPROVAL** 

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 30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*\*Griffis David L.

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Oiltanking Partners, L.P. [OILT]

(Check all applicable)

(Last) (First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 12/07/2012

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

15631 JACINTOPORT BLVD.

(Street)

(State)

6. Individual or Joint/Group Filing(Check

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

Applicable Line)
\_X\_ 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

HOUSTON, TX 77015

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if any (Month/Day/Year)

3. 4. Securities
TransactionAcquired (A) or
Code Disposed of (D)
(Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Own Securities Form: 1 (D) or Owned Indirect Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Transaction(s)
(Instr. 3 and 4)

Code V Amount (D) Price

Common Units

12/07/2012

 $P_{\underline{(1)}}$  140 A \$ 36 7,906

D

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)

#### Edgar Filing: Griffis David L. - Form 4

| 1. Title of Derivative | 2. Conversion                            | 3. Transaction Date (Month/Day/Year) |   | 4.<br>Transacti | 5.<br>orNumber | 6. Date Exerc<br>Expiration Da |                    | 7. Title<br>Amoun  |  | 8. Price of Derivative | 9. Nu<br>Deriv   |
|------------------------|--|--------------------------------------|---|-----------------|----------------|--------------------------------|--------------------|--------------------|--|------------------------|--|
| Security (Instr. 3)    | or Exercise Price of Derivative Security | (Month/Day/Year)                     | execution Date, if any (Month/Day/Year) | Code (Instr. 8) | of             | (Month/Day/'<br>e              |                    | Underly<br>Securit | ying                                   | Security (Instr. 5)    | Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|                        |  |                                      |   | Code V          | (A) (D)        | Date<br>Exercisable            | Expiration<br>Date | (<br>]             | Amount<br>or<br>Number<br>of<br>Shares |                        |  |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| •                              | Director      | 10% Owner | Officer | Other |  |  |  |  |
| Griffis David L.               |               |           |         |       |  |  |  |  |

Griffis David L.

15631 JACINTOPORT BLVD. X
HOUSTON, TX 77015

## **Signatures**

/s/ Donna Hymel, as attorney-in-fact 12/10/2012

\*\*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 transaction reported on this Form 4 was executed pursuant to a unit purchase plan in compliance with Rule 10b5-1 under the Securities Exchange Act of 1934.

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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