Crestwood Equity Partners LP Form 4

January 21, 2014

FORM 4

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

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16. Form 4 or

Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

KANSAS CITY, MO 64112

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading GAUTREAUX WILLIAM C Issuer Symbol Crestwood Equity Partners LP (Check all applicable) [CEQP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X__ Officer (give title _ Other (specify (Month/Day/Year) below) 2 BRUSH CREEK BLVD., SUITE 01/17/2014 President, Liquids and Crude 200 (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

OMB APPROVAL

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2005

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response...

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Securi	ities Ac	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired if Transaction(A) or Disposed of Code (D)			5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Units	01/17/2014		A	27,946 (5)	A	\$0	334,389	D	
Common Units	01/17/2014		A	55,892 (6)	A	\$0	390,281	D	
Common Units							10,035	I	By Employee Unit Purchase Plan
Common							1,800,200	I	As Trustee

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Units			of the William C. Gautreaux Revocable Trust (1)
Common Units	312,839	I	As Co-Trustee of the William C. Gautreaux 2005 GRAT
Common Units	25,889	I	As Co-Trustee of the William C. Gautreaux 2007 GRAT II (3)
Common Units	8,567	I	As Co-Trustee of the William C. Gautreaux 2008 GRAT II (4)

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercis	sable and	7. Title	and	8. Price of	Ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Date	Expiration Date		of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/Y	ear)	Underly	ing	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)]
	Derivative				Securities			(Instr. 3	and 4)		(
	Security				Acquired]
	·				(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
				Code V	(A) (D)	Date I	Expiration	Title A	mount		
						Exercisable I	Date	0	r		
								N	lumber		
								o	f		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GAUTREAUX WILLIAM C 2 BRUSH CREEK BLVD., SUITE 200 KANSAS CITY, MO 64112

President, Liquids and Crude

Signatures

/s/ Judy R. Riddle (attorney-in-fact) for William C. Gautreaux

01/21/2014

**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. Gautreaux is trustee of the William C. Gautreaux Revocable Trust under Trust Indenture dated March 8, 2004.
- (2) Mr. Gautreaux is a co-trustee of the William C. Gautreaux 2005 Grantor Retained Annuity Trust under Trust Indenture dated March 31, 2005.
- (3) Mr. Gautreaux is a co-trustee of the William C. Gautreaux 2007 Grantor Retained Annuity Trust II under Trust Indenture dated August 30, 2007.
- (4) Mr. Gautreaux is a co-trustee of the William C. Gautreaux 2008 Grantor Retained Annuity Trust II under Trust Indenture dated May 20,
- (5) Restricted units granted under the Crestwood Equity Partners LP Long Term Incentive Plan, as amended. The restricted units vest at the rate of 33.33% on each anniversary of the grant date.
- Restricted units granted under the Crestwood Equity Partners LP Long Term Incentive Plan, as amended. The restricted units vest in two installments as follows: 66.66% of the restricted units vest on the 1st anniversary of the grant date and the remaining 33.33% of the restricted units vest on the 2nd anniversary of the grant date.

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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