

HOLLY ENERGY PARTNERS LP
Form SC 13G/A
November 14, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G*

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO § 240.13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED

PURSUANT TO § 240.13d-2

(Amendment No. 1)*

Holly Energy Partners, L.P.

(Name of Issuer)

Common Units

(Title of Class of Securities)

435763107

(CUSIP Number)

October 31, 2016

(Date of Event Which Requires Filing of the Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Cusip No. 435763107 **13G** Page 2 of 11 Pages

NAME OF REPORTING PERSONS

1. Energy Income Partners, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Delaware

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

6,245,204

EACH

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

IA

Cusip No. 435763107 **13G** Page 3 of 11 Pages

NAME OF REPORTING PERSONS

1. James J. Murchie

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

6,245,204

EACH

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

HC

Cusip No. 435763107 **13G** Page 4 of 11 Pages

NAME OF REPORTING PERSONS

1. Eva Pao

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

6,245,204

EACH

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

HC

Cusip No. 435763107 **13G** Page 5 of 11 Pages

NAME OF REPORTING PERSONS

1. Linda A. Longville

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

6,245,204

EACH

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12. HC

Cusip No. 435763107 **13G** Page 6 of 11 Pages

NAME OF REPORTING PERSONS

1. Saul Ballesteros

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

6,245,204

EACH

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

HC

Cusip No. 435763107 **13G** Page 7 of 11 Pages

NAME OF REPORTING PERSONS

John K. Tysseland
1.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.
USA

SOLE VOTING POWER

NUMBER OF 5.0

SHARES

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

EACH 6,245,204

REPORTING

PERSON

SOLE DISPOSITIVE POWER

WITH

7.0

8. SHARED DISPOSITIVE POWER

6,245,204

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9. 6,245,204

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 10.6%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

HC

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Item 1(a). **Name of Issuer:**
Holly Energy Partners, L.P.

Item 1(b). **Address of Issuer's Principal Executive Offices:**
2828 N. Harwood
Suite 1300
Dallas, Texas 75201

Item 2(a). **Name of Person Filing:**

- (i) Energy Income Partners, LLC
- (ii) James Murchie
- (iii) Eva Pao
- (iv) Linda A. Longville
- (v) Saul Ballesteros
- (vi) John Tysseland

Item 2(b). **Address of Principal Business Office or, if none, Residence:**
10 Wright Street
Westport, Connecticut 06880

Item 2(c).Citizenship:

- (i) Energy Income Partners, LLC is a Delaware limited liability company
- (ii) James Murchie is a citizen of the United States of America
- (iii) Eva Pao is a citizen of the United States of America
- (iv) Linda A. Longville is a citizen of the United States of America
- (v) Saul Ballesteros is a citizen of the United States of America
- (vi) John Tysseland is a citizen of the United States of America

Item 2(d). **Title of Class of Securities:**
Common Units

Item 2(e).CUSIP Number:
435763107

Item 3. **If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:**

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- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

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- (i) o A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j) o A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k) o Group, in accordance with § 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

_____.

Item 4. Ownership:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

This Schedule 13G is being filed on behalf of (i) Energy Income Partners, LLC, a Delaware limited liability company; (ii) James J. Murchie; (iii) Eva Pao; (iv) Linda A. Longville; (v) Saul Ballesteros; and (vi) John K. Tysseland.

Ownership as of October 31, 2016, is incorporated by reference to items (5) - (9) and (11) of each of the cover pages of the Reporting Persons.

James J. Murchie, Eva Pao and John Tysseland are the Portfolio Managers with respect to portfolios managed by Energy Income Partners, LLC. Linda A. Longville and Saul Ballesteros are control persons of Energy Income Partners, LLC.

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person:

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Energy Income Partners, LLC, serves as a sub-adviser to certain registered investment companies advised by First Trust Advisors LP (“Sub-Advised Funds”). As of October 31, 2016, the Sub-Advised Funds beneficially owned 5.6% of this share class.

Identification and Classification of Members of the Group:

Item

8.

- (i) Energy Income Partners, LLC
- (ii) James Murchie
- (iii) Eva Pao
- (iv) Linda A. Longville
- (v) Saul Ballesteros; and
- (vi) John K. Tysseland

Item

9. Notice of Dissolution of Group:

Not applicable.

Item

10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 14, 2016

By: /s/ Nandita Hogan