American Midstream Partners, LP Form 4

April 04, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Expires: January 31, 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. *See* Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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 * Webb Billy Edward			2. Issuer Name and Ticker or Trading Symbol American Midstream Partners, LP				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	[AMID] 3. Date of (Month/Date)	Earliest Transaction				Director 10% Owner X Officer (give title Other (specify			
2103 CITYV BLVD., BU	VEST ILDING 4, SU	JITE 800	04/01/20					below)	below) PPL NGL		
(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 Form filed by More than One Reporting			
HOUSTON,	TX 77042							Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Yo	ear) Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securi onAcquirec Disposed (Instr. 3,	l (A) of (D) 4 and (A) or))	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)	
Common Units (limited partner interests)	04/01/2017			M	847	A	\$ 0	3,215	D		
Common Units (limited partner interests)	04/01/2017			F	225	D	\$ 0	2,990	D		
	04/01/2017			M	1,792	A	\$0	4,782	D		

Common Units (limited partner interests)							
Common Units (limited partner interests)	04/01/2017	F	474	D	\$0	4,308	D
Common Units (limited partner interests)	04/01/2017	M	2,032	A	\$0	6,340	D
Common Units (limited partner interests)	04/01/2017	F	546	D	\$0	5,794	D

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Prio Derive Securi (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom units (1)	<u>(2)</u>	04/01/2017		M	847		(3)	<u>(4)</u>	Common Units (limited partner interests)	847	\$
	(2)	04/01/2017		M	1,792		(3)	<u>(4)</u>		1,792	\$

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Phantom							Common		
units <u>(5)</u>							Units		
							(limited		
							partner		
							interests)		
Phantom units (6)	<u>(2)</u>	04/01/2017	M	2,032	2 (7)	<u>(4)</u>	Common Units (limited	2,032	\$ (
_							partner interests)		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Webb Billy Edward 2103 CITYWEST BLVD. BUILDING 4, SUITE 800 HOUSTON, TX 77042

PPL NGL

Signatures

/s/ Regina Gregory, as Attorney-In-Fact for Billy Edward Webb

04/03/2017

**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) Grant date 04/01/2015.
- (2) The phantom units are settled upon vesting in common units (on a one for one basis) or cash, at the discretion of the Issuer.
- (3) One-half of the units vest on 4/1/2017. The remaining one-half of the units vest on 4/1/2018.
- (4) The phantom units do not expire.
- (5) Grant date is 4/1/2015.
- (6) Grant date 4/1/2016.
- (7) One-third of the units vest on each of the first three anniversaries of the April 1, 2016 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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