Tallgrass Energy Partners, LP Form 4 February 18, 2015

### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

OMB Number: 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

Number: January 31,

2005

subject to Section 16. Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

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)

Name and Address of Reporting Person * Bullock Richard L	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
	Tallgrass Energy Partners, LP [TEP]				
(Last) (First) (Middle)	3. Date of Earliest Transaction				
	(Month/Day/Year)	Director 10% Owner			
4200 W. 115TH STREET, SUITE	02/13/2015	X Officer (give title Other (specify below)			
350		See remarks			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
	Filed(Month/Day/Year)				
LEANOOD MO ((A11		Form filed by More than One Reporting			

### LEAWOOD, KS 66211

(City)	(State) (Zij	p) Table I	- Non-De	rivative Securities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price	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 representing limited partner interests	02/13/2015		Р	46 <u>(1)</u> A \$ 48.98	32,172 (2)	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)

Person

### Edgar Filing: Tallgrass Energy Partners, LP - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	TC:41	or		
						Exercisable	-		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Bullock Richard L 4200 W. 115TH STREET, SUITE 350

See remarks

**Signatures** 

/s/ Christopher R. Jones, attorney-in-fact

LEAWOOD, KS 66211

02/18/2015

\*\*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).
- The Common Units representing limited partner interests that were acquired as reported herein were purchased on February 13, 2015 as a result of an automatic dividend reinvestment feature contained in the Reporting Person's brokerage account.
- Includes 27,500 unvested Equity Participation Units (the "EPUs"). One-third of the EPUs vest on the later to occur of the date that the Pony Express Crude Oil Pipeline is initially placed into commercial service by Tallgrass Pony Express Pipeline, LLC (the "In-Service Date") or May 13, 2015. The remaining two-thirds of the EPUs vest on the later to occur of the In-Service Date or May 13, 2017. The Tallgrass Pony Express Pipeline was placed into commercial service in October 2014.

#### **Remarks:**

Vice President, Human Resources, Tax and Risk Management

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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