

GENESIS ENERGY LP  
Form 3  
January 19, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â SIMS RYAN S		(Month/Day/Year)	GENESIS ENERGY LP [GEL]	
(Last)	(First)	(Middle)	01/11/2017	
919 MILAM ST., SUITE 2100			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
HOUSTON,Â TXÂ 77002			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		



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- (continuation from FN5)(d) if the distribution on the common units for the fourth quarter of 2017 is \$0.78 per unit or greater, 150% of the 2015 performance phantom units granted will vest. Should the quarterly distribution on the common units for the fourth quarter of 2017
- (6) be between the range of \$0.67 per unit and \$0.78 per unit, the 2015 performance phantom units will vest between 50% and 150% of the number granted on a pro rata basis. The remaining 940 phantom units (the "2015 service phantom units") will vest fully on April 14, 2018, the third anniversary of the grant date, provided that the reporting person is still employed by the Issuer on such vesting date.

- The reporting person was granted an award of 1,389 phantom units on April 8, 2014. 833 phantom units (the "2014 performance phantom units" and together with the 2015 performance phantom units and the 2016 performance phantom units, the "performance phantom units") will vest as follows: (a) if the quarterly distribution on the common units is less than \$0.60 per unit for the fourth quarter of 2016 (which
- (7) would be paid in the first quarter of 2017), all of the 2014 performance phantom units granted will be forfeited; (b) if the quarterly distribution on the common units for the fourth quarter of 2016 is \$0.60 per unit, 50% of the 2014 performance phantom units granted will vest and the remainder will be forfeited; (c) if the distribution on the common units for the fourth quarter of 2016 is \$0.65 per unit, 100% of the 2014 performance phantom units granted will vest; and

- (continuation of FN 7)(d) if the distribution on the common units for the fourth quarter of 2016 is \$0.70 per unit or greater, 150% of the 2014 performance phantom units granted will vest. Should the quarterly distribution on the common units for the fourth quarter of 2016
- (8) be between the range of \$0.60 per unit and \$0.70 per unit, the 2014 performance phantom units will vest between 50% and 150% of the number granted on a pro rata basis. The remaining 556 phantom units (the "2014 service phantom units" and together with the 2015 service phantom units and the 2016 service phantom units, the "service phantom units") will vest fully on April 8, 2017, the third anniversary of the grant date, provided that the reporting person is still employed by the Issuer on such vesting 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.