Croney Michael James Form 4 April 04, 2018

# FORM 4

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

Check this box if no longer subject to Section 16.

Form 4 or

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2. Issuer Name and Ticker or Trading

**OMB** 

5. Relationship of Reporting Person(s) to

Number:

3235-0287 January 31,

Expires: 2005 Estimated average

**OMB APPROVAL** 

burden hours per

response... 0.5

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Croney Michael James			Symbol	Symbol					Issuer			
				American Midstream Partners, LP [AMID]					(Check all applicable)			
(Last)				of Earliest Transaction n/Day/Year)				Director 10% Owner Officer (give title Other (specify below) below)  VP, Corporate Controller, CAO				
2103 CITYWEST BLVD., BUILDING 4, SUITE 800			04/02/2	04/02/2018								
(Street) 4. In				endment, Da nth/Day/Year		1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON					Form filed by More than One Reporting Person							
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/		on Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)				
Common Units (limited partner interests)	04/02/2018			M	2,373	A	\$ 0 (1)	6,428	D			
Common Units (limited partner interests)	04/02/2018			F	628 (2)	D	\$ 10.65	5,800	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom units	(3)	04/02/2018		M	2,373	<u>(4)</u>	<u>(5)</u>	Common Units (limited partner interests)	2,373	\$ 0

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Croney Michael James 2103 CITYWEST BLVD. BUILDING 4, SUITE 800 HOUSTON, TX 77042

VP, Corporate Controller, CAO

## **Signatures**

/s/ Tom Leslie, Attorney-in-Fact for Michael J.
Croney

04/04/2018

\*\*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) The phantom units were settled upon vesting in common units (on a one for one basis).
- (2) Units were sold back to the Issuer at market value to pay withholding taxes.
- (3) The phantom units are settled upon vesting in common units (on a one for one basis) or cash, at the discretion of the issuer.

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- (4) Twenty-five percent (25%) of the units vest on each of the first four anniversaries of April 1, 2017.
- (5) The phantom units do not expire.

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.