American Midstream Partners, LP Form 3 April 04, 2014

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

January 31, 2005

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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

SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting Person *

A Balaski Timothy P

(Last)

(First)

(Middle)

(Month/Day/Year)

04/03/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

American Midstream Partners, LP [AMID]

1400 16TH STREET. SUITE

310

(Street)

Statement

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

SVP Business Development

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

DENVER, COÂ 80202

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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.

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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect (I)

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Common Units (limited 6,250 \$ $\stackrel{(3)}{=}$ D \hat{A}

Phantom units

 \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(2)}{=}$ (limited partner interests)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Peleski Timothy P

Balaski Timothy P 1400 16TH STREET SUITE 310 DENVER, COÂ 80202

 \hat{A} \hat{A} \hat{A} SVP Business Development \hat{A}

Signatures

/s/ Timothy P. 04/03/2014 Balaski

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 25% of the phantom units vest on each of the first four anniversaries of the February 19, 2014 grant date.
- (2) The phantom units do not expire.
- (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.

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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