

MARTIN MIDSTREAM PARTNERS LP

Form 4

December 09, 2015

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *
MASSEY C SCOTT2. Issuer Name and Ticker or Trading Symbol
MARTIN MIDSTREAM PARTNERS LP [MMLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

4200 STONE ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/09/2015☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)**KILGORE, TX 75663**

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common Units	12/09/2015		A	500	A \$ 19.5	22,400	D
Common Units					1,250	I	By Wife
Common Units					8,000	I	By Foster Forestry Co., L.P. (1)

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 notSEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficial Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title or Number of Shares	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MASSEY C SCOTT 4200 STONE ROAD KILGORE, TX 75663	X			

/s/ David F. Taylor,
Attorney-in-fact

12/09/2015

**Signature of Reporting Person Date

* 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) Scott Massey disclaims beneficial ownership of these units, and this report shall not be deemed an admission that Mr. Massey is the beneficial owner of the units for purposes of Section 16 or for any other purpose. Mr. Massey is the sole manager of T. Foster Management, LLC (the "General Partner"), a single member LLC, which is the general partner of Foster Forestry Co., L.P. (the "Partnership"), and therefore has investment control over the units purchased by the Partnership. The General Partner is owned by the Estate of Tolbert Foster (the "Estate"), for which Mr. Massey serves as the executor. Mr. Massey is not a beneficiary of the Estate and does not own any equity interests in the General Partner or the Partnership. As such, Mr. Massey has no pecuniary interest in the units purchased by the Partnership.

Mr. Massey is a director of Martin Midstream GP LLC, the general partner of Martin Midstream Partners L.P.

Reporting Owners

Edgar Filing: MARTIN MIDSTREAM PARTNERS LP - Form 4

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.