

INERGY L P
Form 3
June 19, 2013

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 and Ticker or Trading Symbol	
Â First Reserve GP XI, Inc.		(Month/Day/Year)	INERGY L P [NRGY]	
(Last)	(First)	06/19/2013	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O FIRST RESERVE,Â ONE LAFAYETTE PLACE			(Check all applicable)	
(Street)			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
GREENWICH,Â CTÂ 06830			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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)
Common Units	52,000 ⁽¹⁾	I	See Footnote ⁽¹⁾

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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
First Reserve GP XI, Inc. C/O FIRST RESERVE ONE LAFAYETTE PLACE GREENWICH, CT 06830	Â X	Â	Â	Â
First Reserve GP XI, L.P. C/O FIRST RESERVE ONE LAFAYETTE PLACE GREENWICH, CT 06830	Â X	Â	Â	Â
MACAULAY WILLIAM E C/O FIRST RESERVE ONE LAFAYETTE PLACE GREENWICH, CT 06830	Â X	Â	Â	Â
FR Midstream Holdings LLC C/O FIRST RESERVE ONE LAFAYETTE PLACE GREENWICH, CT 06830	Â X	Â	Â	Â
FR XI CMP Holdings LLC C/O FIRST RESERVE ONE LAFAYETTE PLACE GREENWICH, CT 06830	Â X	Â	Â	Â
Crestwood Holdings Partners, LLC 700 LOUISIANA STREET, SUITE 2060 HOUSTON, TX 77002	Â X	Â	Â	Â
Crestwood Holdings II LLC 700 LOUISIANA STREET, SUITE 2060 HOUSTON, TX 77002	Â X	Â	Â	Â
Crestwood Holdings LLC 700 LOUISIANA STREET, SUITE 2060 HOUSTON, TX 77002	Â X	Â	Â	Â
Crestwood Gas Services Holdings LLC 700 LOUISIANA STREET, SUITE 2060 HOUSTON, TX 77002	Â X	Â	Â	Â

Signatures

/s/ Michael France, Managing Director for First Reserve GP XI, Inc.

06/19/2013

__Signature of Reporting Person

Date

/s/ Anne E. Gold, Attorney-in-Fact for William E. Macaulay

06/19/2013

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<u>Signature of Reporting Person</u>	Date
/s/ Michael France, Managing Director for First Reserve GP XI, Inc. the General Partner of First Reserve GP XI, L.P.	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Michael France, Managing Director for First Reserve GP XI, Inc., the General Partner of First Reserve GP XI, L.P., the Managing Member of FR Midstream Holdings LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Michael France, Managing Director for First Reserve GP XI, Inc., the General Partner of First Reserve GP XI, L.P., the Managing Member of FR Midstream Holdings LLC, the Managing Member of FR XI CMP Holdings LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Kelly J. Jameson, Senior Vice President for Crestwood Holdings Partners, LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Kelly J. Jameson, Senior Vice President for Crestwood Holdings II LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Kelly J. Jameson, Senior Vice President for Crestwood Holdings LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date
/s/ Kelly J. Jameson, Senior Vice President for Crestwood Gas Services Holdings LLC	06/19/2013
<u>Signature of Reporting Person</u>	Date

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) 52,000 Common Units are directly owned by KA First Reserve, LLC. FR Midstream Holdings LLC owns a majority of the membership interests in KA First Reserve, LLC and controls the board of managers of KA First Reserve, LLC. First Reserve GP XI, L.P. is the managing member of FR Midstream Holdings LLC. First Reserve GP XI, Inc. is the sole general partner of First Reserve GP XI, L.P. FR Midstream Holdings LLC, is the sole member of FR XI CMP Holdings LLC, which is the controlling member of Crestwood Holdings Partners, LLC. Crestwood Holdings Partners, LLC is the sole member of Crestwood Holdings II LLC, which is the sole member of Crestwood Holdings LLC, which is the sole member of Crestwood Gas Services Holdings LLC. William E. Macaulay is a director of First Reserve GP XI, Inc. and has the right to appoint a majority of the board of directors of First Reserve GP XI, Inc.

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Remarks:

This Form 3 is being filed in connection with the consummation of the transactions contemplated by

The Reporting Persons disclaim beneficial ownership of the securities reported on this Form 3 except Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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