

Patterson Marty W.  
Form 4  
November 30, 2012

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
Patterson Marty W.

2. Issuer Name and Ticker or Trading Symbol  
American Midstream Partners, LP  
[AMID]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
8300 F.M. 1960 WEST, SUITE 225  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/28/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP of Commercial Service

HOUSTON, TX 77070

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

(City) (State) (Zip)

**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) |        |   |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|
|  |                                      |  |                                | (A) or (D)  | Price   |  |                                   |        |   |
| Common Units (limited partner interests) | 11/28/2012                           |  | M                              | 9,388   | A   | 11   | 22,335                            | D      |   |
| Common Units (limited partner interests) | 11/28/2012                           |  | F                              | 3,349   | D   | \$   | 19.05                             | 18,986 | D |

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.

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(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. 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. 3) |                            |     |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|-----|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |     |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)                        |     |
| Phantom units                              | (1)  | 11/28/2012                           |  | M                              | 9,388   | (2)  | (3)   | Common Units (limited partner interests)   | 9,388                      | (1) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Patterson Marty W.<br>8300 F.M. 1960 WEST, SUITE 225<br>HOUSTON, TX 77070 |               |           | SVP of Commercial Service |       |

## Signatures

/s/ William B. Mathews, as  
attorney-in-fact

11/30/2012

\_\_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) Each phantom unit was the equivalent of one American Midstream Partners, LP common unit. The reporting person settled 9,388 of his phantom units for American Midstream Partners, LP common units.
- (2) 9,388 of the phantom units settle on November 2, 2013.
- (3) The phantom units do not expire. 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.

## Edgar Filing: Patterson Marty W. - Form 4

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