

TTWF LP
Form 4
August 31, 2017

FORM 4

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

OMB APPROVAL

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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 *
WPT LLC

2. Issuer Name and Ticker or Trading Symbol
Westlake Chemical Partners LP
[WLKP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2801 POST OAK BLVD, SUITE 600

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/30/2017

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

HOUSTON, TX 77056

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Units (Limited Partner Interests) | 08/30/2017 | | C | V | 12,686,115 A (1) | D (2) | |
| | | | | | 14,122,230 (1) | | |

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Subordinated Units (Limited Partner Interests) | (1) | 08/30/2017 | | C | 12,686,115 | (1) | (1) | Common Units (Limited Partner Interests) | 12,686,115 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WPT LLC 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| WESTLAKE CHEMICAL CORP 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| WESTLAKE POLYMERS LLC 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| WESTLAKE CHEMICAL INVESTMENTS, INC. 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| WESTLAKE OLEFINS CORP 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| TTWF LP 2801 POST OAK BLVD SUITE 600 HOUSTON, TX 77056 | | X | | |
| | | X | | |

TTWFGP LLC
 2801 POST OAK BLVD
 SUITE 600
 HOUSTON, TX 77056

Signatures

| | |
|---|------------|
| WPT LLC, /s/ Albert Chao, by Albert Chao President of Westlake Chemical Investments, Inc. its manager | 08/30/2017 |
| __Signature of Reporting Person | Date |
| Westlake Polymers LLC, /s/ Albert Chao, by Albert Chao, President of Westlake Chemical Investments, Inc., its manager | 08/30/2017 |
| __Signature of Reporting Person | Date |
| Westlake Chemical Investments, Inc., /s/ Albert Chao, by Albert Chao, President | 08/30/2017 |
| __Signature of Reporting Person | Date |
| Westlake Olefins Corporation, /s/ Albert Chao, by Albert Chao, President | 08/30/2017 |
| __Signature of Reporting Person | Date |
| TTWF LP, by TTWF GP LLC, its general partner, /s/ Albert Chao, by Albert Chao, an Authorized Representative, /s/ James Chao, James Chao, an Authorized Representative | 08/30/2017 |
| __Signature of Reporting Person | Date |
| TTWF GP LLC, /s/ Albert Chao, By: Albert Chao, an Authorized Representative, /s/ James Chao, James Chao, an Authorized Representative | 08/30/2017 |
| __Signature of Reporting Person | Date |
| Westlake Chemical Corporation, /s/ Albert Chao, by Albert Chao, President and CEO | 08/30/2017 |
| __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) On August 30, 2017, pursuant to the terms of the agreement of limited partnership (the "Partnership Agreement") of the Issuer, the 12,686,115 subordinated units representing limited partner interests in the Issuer (the "subordinated units") acquired by WPT LLC ("WPT") in the Issuer's initial public offering converted into common units representing limited partner interests of the Issuer ("common units") on a one-for-one basis, resulting in the acquisition of 12,686,115 common units. The subordinated units had no expiration date.
- As of August 30, 2017, (i) WPT owns 55.7% of the outstanding limited partner interests in the Issuer. Westlake Chemical Corporation ("Westlake") owns 100% of Westlake Olefins Corporation, which owns 100% of Westlake Chemical Investments, Inc., which owns 100% of Westlake Polymers LLC, which owns 100% of WPT. TTWF LP, a Delaware limited partnership, holds 92,010,554 shares of Westlake's common stock. TTWF GP LLC, a Delaware limited liability company, is the general partner of TTWF LP. Each of the reporting persons in the above described ownership chain of WPT may be deemed to indirectly own the common units and the subordinated units directly held by WPT.

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.