Edgar Filing: Moncrief Richard D - Form 4

Moncrief Rid	chard D										
Form 4 June 22, 200	7										
									OMB AF	PROVAL	
FORM	4 UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287	
Check th if no long subject to Section 1 Form 4 o	ger STATE 6. r										
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17	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 I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Moncrief Richard D			2. Issuer Name and Ticker or Trading Symbol Regency Energy Partners LP [RGNC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
DALLAS, 7	TX 75201							Form filed by M Person	ore than One Rep	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		n Date, if Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)			of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(11011-1)		
Common Units <u>(1)</u>	03/08/2007			А	35,000	А	\$ 0 <u>(1)</u>	85,000 <u>(1)</u>	D		
Common Units <u>(1)</u>	06/18/2007			S	19,412	D	\$ 29.64	65,588 <u>(1)</u>	D		

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Oth				
Moncrief Richard D 1700 PACIFIC SUITE 2900 DALLAS, TX 75201			EVP and COO					
Signatures								
Richard D. 0 Moncrief	6/22/2007							
**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).

The units were awarded pursuant to the Issuer's Long-Term Investment Plan (the "Plan") as restricted units and were scheduled to vest in
 (1) three equal installments on March 8, 2008, 2009 and 2010. Effective June 18, 2007, pursuant to the change in control provisions of the Plan, the vesting of all of the restricted units awarded was accelerated and such units became unrestricted.

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.