## Edgar Filing: Regency Energy Partners LP - Form 4

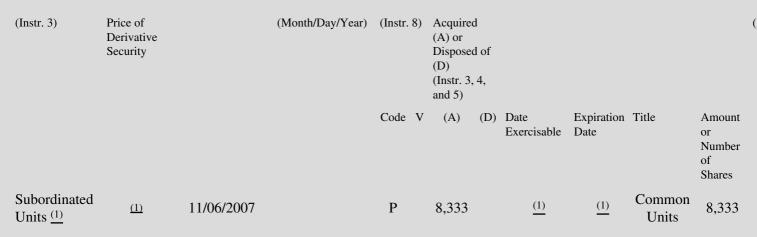
Regency Energy Partners LP Form 4 November 26, 2007

| November 2   | 26, 2007                              |                     |   |                                    |             |            |   |  |  |   |  |
|--|---------------------------------------|---------------------|---|------------------------------------|-------------|------------|---|--|--|---|--|
| State       State <th< td=""><td>N OMB<br/>Number:<br/>Expires:<br/>Estimated<br/>burden hou<br/>response</td><td colspan="2">Number: 3235-0287<br/>Expires: January 31<br/>Estimated average<br/>burden hours per<br/>response 0.5</td></th<> |                                       |                     |   |                                    |             |            | N OMB<br>Number:<br>Expires:<br>Estimated<br>burden hou<br>response | Number: 3235-0287<br>Expires: January 31<br>Estimated average<br>burden hours per<br>response 0.5                  |  |   |  |
| 1(b).  | ruction                               | ()                  |   |                                    |             | - <b>j</b> |   |  |  |   |  |
| (Print or Type   | Responses)                            |                     |   |                                    |             |            |   |  |  |   |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Davis Charles M Jr   |                                       |                     | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>Regency Energy Partners LP<br>[RGNC] |                                    |             |            | ng  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)                                      |  |   |  |
| (Last)<br>1700 PACI  | (First) (1)                           | Middle)<br><b>)</b> |   | of Earliest T<br>Day/Year)<br>2007 | ransaction  |            |   | Director<br>X Officer (gi<br>below)<br>Sr V  |  | % Owner<br>her (specify<br>ev                                     |  |
| (Street)   |                                       |                     | 4. If Amendment, Date Original Filed(Month/Day/Year)  |                                    |             |            |   | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person            |  |   |  |
| DALLAS,  | TX 75201                              |                     |   |                                    |             |            |   | Form filed by Person   | More than One R  | eporting  |  |
| (City)   | (State)                               | (Zip)               | Tab   | le I - Non-I                       | Derivative  | Secur      | ities A   | cquired, Disposed  | of, or Beneficia   | lly Owned   |  |
| 1.Title of<br>Security<br>(Instr. 3)   | Security (Month/Day/Year) Execution D |                     | Date, if  | (A)<br>or                          |             |            | )   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Reminder: Re   | port on a separate line               | e for each cla      | ass of sec  | urities benef                      | ficially ow | ned di     | rectly o  | or indirectly.   |  |   |  |

Persons who respond to the collection of information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number      | 6. Date Exercisable and | 7. Title and Amount of 8 |
|-------------|-------------|---------------------|--------------------|------------|----------------|-------------------------|--------------------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | nof Derivative | Expiration Date         | Underlying Securities I  |
| Security    | or Exercise |                     | any                | Code       | Securities     | (Month/Day/Year)        | (Instr. 3 and 4) S       |



## **Reporting Owners**

| Reporting Owner Name / Address                                       | Relationships |           |                     |       |  |  |  |
|--|---------------|-----------|---------------------|-------|--|--|--|
|  | Director      | 10% Owner | Officer             | Other |  |  |  |
| Davis Charles M Jr<br>1700 PACIFIC<br>SUITE 2900<br>DALLAS, TX 75201 |               |           | Sr Vice Pres-Corp D | )ev   |  |  |  |
| Signatures   |               |           |                     |       |  |  |  |
| /s/ William E. Joor III,<br>Attorney-in-fact                         |               | 11/26/20  | 007                 |       |  |  |  |

\*\*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 subordinated units shall convert into common units on a one-for-one basis after December 31, 2006, upon satisfaction of the conditions for conversion set forth in the Issuer's First Amended and Restated Agreement of Limited Partnership, as amended. The

(1) conditions for conversion set form in the issuer's first Amended and Restated Agreement of Emined rathersing, as amended. The conditions are based on the amount of quarterly distributions by the Issuer with respect to its common and subordinated units. As of date, the conditions for conversion have not been satisfied. The subordinated units have no expiration date.

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.