SemGroup Energy Partners, L.P.

Form 4 June 27, 2008

### FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Stallings Alex G Issuer Symbol SemGroup Energy Partners, L.P. (Check all applicable) [SGLP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Officer (give title \_\_X\_ Other (specify (Month/Day/Year) below) below) 6120 SOUTH YALE 06/20/2008 CAO & Sec. of GP of Issuer **AVENUE, SUITE 700** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

TULSA, OK 74136							_	Person			
	(City)	(State) (Zip	Table I	- Non-Deri	ivative Sec	urities A	Acqui	red, Disposed of,	or Beneficiall	y Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (D) (Instr. 3, 4)	sposed of 4 and 5)  (A) or	of	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 representing limited partner interests	06/20/2008		A	24,000 (1)	A	\$ 0	94,000	D		
	Common units representing limited partner	06/20/2008		A	21,000 (2)	A	\$ 0	115,000 (3)	D		

#### interests

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.

SEC 1474

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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. Transac Code (Instr. 8	5. tiorNumber of ) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Title Amour Underl Securit (Instr. 2	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stallings Alex G 6120 SOUTH YALE AVENUE SUITE 700 TULSA, OK 74136

CAO & Sec. of GP of Issuer

### **Signatures**

/s/ Alex G. Stallings 06/27/2008

\*\*Signature of Date
Reporting Person

# **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) Represents phantom units awarded under the Type A phantom unit agreement. Each phantom unit awarded is the economic equivalent of one common unit. The phantom units vest in one-third increments on July 23, 2009, July 23, 2010 and July 23, 2011.
- (2) Represents phantom units awarded under the Type B phantom unit agreement. Each phantom unit awarded is the economic equivalent of one common unit. The phantom units vest in one-third increments on July 23, 2009, July 23, 2010 and July 23, 2011.

Reporting Owners 2

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The amount of securities owned includes 30,000 phantom units previously awarded to the reporting person. Each phantom unit awarded (3) is the economic equivalent of one common unit. The phantom units vest in one-quarter increments on July 23, 2008, July 23, 2009, July 23, 2010 and July 23, 2011.

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.