

GLOBAL PARTNERS LP
Form 4
July 01, 2009

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 *
Global GP LLC

(Last) (First) (Middle)

800 SOUTH STREET, SUITE 200

(Street)

WALTHAM, MA 02454-9161

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLOBAL PARTNERS LP [GLP]

3. Date of Earliest Transaction
(Month/Day/Year)
06/29/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
General Partner

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 representing limited partner interests | 06/29/2009 | | P ⁽¹⁾⁽⁴⁾ | 2,000 | A \$ 18.98 72,975 | D ⁽¹⁾ | |
| Common units representing limited partner interests | 06/30/2009 | | P ⁽¹⁾⁽⁴⁾ | 4,000 | A \$ 18.64 76,975 | D ⁽¹⁾ | |

Common units representing limited partner interests 06/30/2009 J⁽⁵⁾ 16,617 D \$ 18.55 60,358 D ⁽⁶⁾

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. 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. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| Global GP LLC 800 SOUTH STREET SUITE 200 WALTHAM, MA 02454-9161 | X | | | General Partner |

Signatures

Edward J. Faneuil, Attorney-in-Fact for Global GP LLC 07/01/2009
 **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).

Global GP LLC is purchasing common units for the purpose of meeting its anticipated obligations to deliver common units under the Global Partners LP Long-Term Incentive Plan ("LTIP") to officers, directors and employees, and meeting its obligations under existing employment agreements with the officers of Global GP LLC. The reporting person disclaims any pecuniary interest in these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16.
- (1) The price reported in Column 4 is a weighted average price. These common units were purchased in multiple transactions at prices ranging from \$18.95 to \$19.00, inclusive. The reporting person undertakes to provide to Global Partners LP, any security holder of Global Partners LP, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of common units purchased at each separate price within the ranges set forth in footnotes (2) and (3) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These common units were purchased in multiple transactions at prices ranging from \$18.50 to \$19.23, inclusive.
- (3) The purchases reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 24, 2009.

The transaction is the transfer of common units by the reporting person to Mr. Eric Slifka as compensation pursuant to Mr. Slifka's employment agreement with the reporting person and pursuant to the LTIP. No cash consideration was received by the reporting person for this transaction.
- (4) The price reported in Column 4 is the closing market price on the date of transfer of common units by the reporting person to Mr. Eric Slifka.
- (5)
- (6)

Remarks:

REMARKS: Mr. Eric Slifka is the President and Chief Executive Officer and a Director of Global GP LLC, the general partner

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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