Edgar Filing: STREET JAMES E - Form 4

OTDEET LAMES E

Form 4											
November FORN	ЛЛ		SECU					OMMERION		PROVAL	
	UNITED	SIAIES		KITIES A Ashington			ANGE CO	OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHI SECURITIES					ERSHIP OF	Expires: January 31 200 Estimated average burden hours per response 0.		
Form 5 obligati may con <i>See</i> Inst 1(b).	ons Section 17((a) of the H	Public U		lding Co	mpar	ny Act of	Act of 1934, 1935 or Section)			
(Print or Type	Responses)										
1. Name and Address of Reporting Person _ 2. Is STREET JAMES E Symbol								5. Relationship of Reporting Person(s) to Issuer			
				NDER MORGAN, INC. [KMI]				(Check all applicable)			
(Mont				e of Earliest Transaction h/Day/Year) 5/2012				Director 10% Owner X Officer (give title Other (specify below) VP, HR and Administration			
			Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON	N, TX 77002							Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	omr Dispos (Instr. 3,	(A) or		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)	
Class P common stock	11/15/2012			P	1,500	(D)	\$ 32.1419	1,232,661 <u>(1)</u>	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: STREET JAMES E - Form 4

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				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			
STREET JAMES E 500 DALLAS STREET, SUITE 1000 HOUSTON, TX 77002			VP, HR and Administration				

Signatures

Reporting Person

/s/ James E. 11/15/2012 Street

**Signature of

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 October 16, 2012, a limited partnership controlled by the Reporting Person distributed, in a pro rata distribution, 386,137 shares to the Reporting Person, changing the form of beneficial ownership of such shares from indirect to direct.

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.