

GLOBAL PARTNERS LP  
Form 4  
July 01, 2013

**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 \*  
Faneuil Edward J

(Last) (First) (Middle)

C/O GLOBAL PARTNERS LP, 800  
SOUTH STREET

(Street)

WALTHAM, MA 02454

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GLOBAL PARTNERS LP [GLP]

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

03/19/2013

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)

EVP and General Counsel

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) |        |   |
|-------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|--------|---|
|                                                 |                                      |                                                    |                                | (A) or (D)                                                        | Price                                                                                         |                                                          |                                                       |        |   |
| Common units representing limited partner units | 03/19/2013                           |                                                    | M                              | 24,251                                                            | A                                                                                             | 11                                                       | 58,645                                                | D      |   |
| Common units representing limited partner units | 03/19/2013                           |                                                    | D                              | 8,488                                                             | D                                                                                             | \$                                                       | 37.29                                                 | 50,157 | D |

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

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SEC 1474  
(9-02)

**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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |                 |              |                            |
|---------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|-----------------|--------------|----------------------------|
|                                             |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D)                                                         | Date Exercisable              | Expiration Date | Title        | Amount or Number of Shares |
| Phantom Units <sup>(1)</sup> <sub>(2)</sub> | \$ 0                                                   | 03/19/2013                           |                                                    | M                              |                                                                                         | 24,251                                                   |                                                             | 03/19/2013                    | 03/19/2013      | Common Units | 24,251                     |
| Phantom Units <sup>(2)</sup>                | \$ 0                                                   | 06/27/2013                           |                                                    | A                              |                                                                                         | 76,356                                                   |                                                             | <sup>(3)</sup>                | <sup>(3)</sup>  | Common Units | 76,356                     |

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |                         |       |
|-------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                                     | Director      | 10% Owner | Officer                 | Other |
| Faneuil Edward J<br>C/O GLOBAL PARTNERS LP<br>800 SOUTH STREET<br>WALTHAM, MA 02454 |               |           | EVP and General Counsel |       |

## Signatures

Edward J. Faneuil  
07/01/2013

\*\*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).
- (1) Acquisition of common units representing limited partner interests in Global Partners LP, in settlement of 50% of the phantom units that were granted to Mr. Edward J. Faneuil under a Grant Agreement dated February 5, 2009 pursuant to the Global Partners LP Long-Term Incentive Plan, as a result of the satisfaction of certain early vesting conditions set forth in the Grant Agreement.
  - (2) Each phantom unit is the economic equivalent of one common unit of Global Partners LP.
  - (3) The phantom units will vest as follows: 33 1/3% on July 1, 2017, 66 2/3% on July 1, 2018 and 100% on July 1, 2019.

**Remarks:**

REMARKS: Mr. Edward J. Faneuil is the Executive Vice President and General Counsel 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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