

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

hours per response: 0.5

1. Name and Address of Reporting Person* <u>WARREN KELCY L</u>			2. Issuer Name and Ticker or Trading Symbol <u>Energy Transfer Equity, L.P. [ETE]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/09/2014</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
<u>3738 OAK LAWN AVENUE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<u>DALLAS</u>	<u>TX</u>	<u>75219</u>						
(City)	(State)	(Zip)							

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)
			Code	V	Amount	(A) or (D)	Price			
Common Units	10/09/2014		P		221,108	A	\$53.21 ⁽¹⁾	38,572,208	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units	10/09/2014		P		102,561	A	\$54.29 ⁽³⁾	38,674,769	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units	10/10/2014		P		135,642	A	\$51.81 ⁽⁴⁾	38,810,411	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units	10/10/2014		P		133,155	A	\$52.45 ⁽⁵⁾	38,943,566	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units	10/10/2014		P		40,008	A	\$53.7 ⁽⁶⁾	38,983,574	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units	10/10/2014		P		14,864	A	\$54.38 ⁽⁷⁾	38,998,438	I	By: Kelcy Warren Partners, L.P. ⁽²⁾
Common Units								11,924,110	D	
Common Units								300,538	I	By: LE GP, LLC ⁽⁸⁾
Common Units								35,926,906	I	By: Seven Bridges Holdings, LLC ⁽⁹⁾
Common Units								2,506	I	By: ET Company Ltd. ⁽¹²⁾

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

1. Title of Derivative (Instr. 3)	2. Conversion or Exercise Price of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V Code (Instr. 8)	6A. Num(D) of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Ownership (Instr. 4)
1. This transaction was executed in multiple trades at prices ranging from \$52.80 to \$53.70. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
2. The reported units are owned directly by Kelcy Warren Partners, LP, a limited partnership owned by Mr. Warren. Mr. Warren disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.										
3. This transaction was executed in multiple trades at prices ranging from \$53.80 to \$54.70. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
4. This transaction was executed in multiple trades at prices ranging from \$51.16 to \$52.15. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
5. This transaction was executed in multiple trades at prices ranging from \$52.16 to \$53.12. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
6. This transaction was executed in multiple trades at prices ranging from \$53.16 to \$54.15. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
7. This transaction was executed in multiple trades at prices ranging from \$54.16 to \$54.53. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
8. The reported units are owned directly by LE GP, LLC. The reported units represent his estimated pro rata interest in LE GP, LLC. Mr. Warren disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.										
9. The reported units are owned directly by Seven Bridges Holdings LLC a limited liability company owned by Mr. Warren which received such units in a pro rata distribution from ETC Holdings LP. Mr. Warren disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.										
10. The reported units are owned directly by Kelcy Warren Partners II, LP, a limited partnership owned by Mr. Warren. Mr. Warren disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.										
11. The reported units are held by reporting person's spouse as her separate property. Mr. Warren disclaims beneficial ownership of the reported units.										
12. The reported units are owned directly by ET Company Ltd. The reported units represent the estimated prorata interest of Mr. Warren in ET Company Ltd., including through his interest therein held through Three Dawaco, Inc. Mr. Warren disclaims beneficial ownership of the reported units except to the extent of his pecuniary interest therein.										
13. This transaction was executed in multiple trades at prices ranging from \$46.56 to \$47.52. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
14. This transaction was executed in multiple trades at prices ranging from \$47.58 to \$48.57. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
15. This transaction was executed in multiple trades at prices ranging from \$48.58 to \$49.57. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
16. This transaction was executed in multiple trades at prices ranging from \$49.58 to \$50.57. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
17. This transaction was executed in multiple trades at prices ranging from \$50.58 to \$51.12. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
18. This transaction was executed in multiple trades at prices ranging from \$47.41 to \$48.40. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
19. This transaction was executed in multiple trades at prices ranging from \$48.41 to \$49.40. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
20. This transaction was executed in multiple trades at prices ranging from \$49.41 to \$50.40. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										
21. This transaction was executed in multiple trades at prices ranging from \$50.42 to \$50.96. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of units and prices at which the transaction was effected.										

Sonia Aube, Attorney-in-fact
for Mr. Warren 10/14/2014

** Signature of Reporting Person Date

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

* 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).

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

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 Number.