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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): May 9, 2006

ENERGY TRANSFER EQUITY, L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-32740
(Commission File Number)

30-0108820
(IRS. Employer Identification No.)

2828 Woodside Street
Dallas, Texas 75204
(Address of principal executive offices, including zip code)

214-981-0700
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 8.01 Other Events.

On May 9, 2006, Energy Transfer Equity, L.P. ("ETE") issued a press release announcing an increase in its quarterly distribution to unitholders. A copy of this press release is being filed as an exhibit hereto and is incorporated by reference herein.

On May 9, 2006, Energy Transfer Partners, L.P. ("ETP") and ETE will hold an analyst conference at which ETP will discuss its business overview, current construction projects, future expansion plans, and recently updated guidance for fiscal year 2006 and ETE will discuss its corporate structure, business overview, and distributable cash flow. The information to be presented at the meeting is available on ETP's and ETE's website at www.energytransfer.com and is being filed as an exhibit hereto and is incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibits are filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated May 9, 2006, announcing an increase in the quarterly distribution to unitholders.
99.2	Presentation at May 9, 2006, analyst meeting.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ENERGY TRANSFER EQUITY, L.P.

By: LE GP, LLC, its general partner

By: /s/ John W. McReynolds
John W. McReynolds,
President and Chief Financial Officer

Dated: May 9, 2006

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated May 9, 2006.
99.2	Presentation at May 9, 2006 Analyst Meeting.



ENERGY TRANSFER

PRESS RELEASE**ENERGY TRANSFER EQUITY, L.P.
DECLARES 19% INCREASE IN DISTRIBUTION TO ITS UNITHOLDERS**

Dallas, Texas – May 9, 2006 – Energy Transfer Equity, L.P. (NYSE:ETE) announces a \$0.15 per unit increase in the annual cash distributions payable on the Partnership's outstanding limited partner units. This latest increase will go into effect with the Partnership's next quarterly distribution for the quarter ending May 31, 2006, raising the annual distribution rate per unit to \$0.95. The quarterly distribution of \$0.2375 per unit (an annualized rate of \$0.95 per common unit) will be paid on July 19, 2006 to holders of record as of close of business on June 30, 2006. This is a 19% increase in the annual rate of ETE's unitholder distribution.

Energy Transfer Equity, L.P. owns the general partner of Energy Transfer Partners, L.P. (NYSE:ETP). Energy Transfer Partners, L.P. owns a diversified portfolio of energy assets, including natural gas operations consisting of approximately 11,700 miles of natural gas gathering and transportation pipelines, natural gas treating and processing assets located in Texas and Louisiana, and three natural gas storage facilities located in Texas. Energy Transfer Partners, L.P. is also one of the five largest U.S. retailers of propane, serving more than 700,000 customers in 34 states.

This press release may include certain statements concerning expectations for the future that are forward-looking statements as defined by federal law. Such forward-looking statements include the projected annual cash distribution rate and are subject to a variety of known and unknown risks, uncertainties, and other factors that are difficult to predict and many of which are beyond management's control. An extensive list of factors that can affect future results are discussed in the Partnership's prospectus dated February 3, 2006, and other documents filed from time to time with the Securities and Exchange Commission. The Partnership undertakes no obligation to update or revise any forward-looking statement to reflect new information or events.

Energy Transfer Equity, L.P.
John W. McReynolds, President
214-981-0700
www.energytransfer.com

Company:	Energy Transfer Equity, L.P. (NYSE:ETE)
Record Date:	June 30, 2006
Payment Date:	July 19, 2006
Amount Payable:	\$0.2375 per unit

Energy Transfer Partners, LP

Energy Transfer Equity, LP

Analyst Conference

May 2006



ENERGY TRANSFER



Legal Disclaimer

The statements made by representatives of Energy Transfer Partners (ETP) or Energy Transfer Equity (ETE) during the course of this presentation that are not historical facts are forward-looking statements. Although the assumptions underlying these statements are believed to be reasonable, investors are cautioned that such forward-looking statements are inherently uncertain and necessarily involve risks that may affect the business prospects and performance of ETP and ETE, causing actual results to differ from those discussed during this presentation. When considering forward-looking statements, you should keep in mind the risk factors and other cautionary statements included in the prospectus.

Any forward-looking statements made are subject to all of the risks and uncertainties, many of which are beyond management's control, involved in transportation, gathering, compression, treating, processing, storage and marketing of natural gas and in the propane business. These risks include the risks described in the prospectus. Should one or more of these risks or uncertainties occur, or should underlying assumptions prove incorrect, the actual results and plans of ETP and ETE could differ materially from those anticipated, estimated, projected or expected.

ETP and ETE undertake no obligation to publicly update any forward-looking statements, whether as a result of new information or future events.



Agenda

- Overview
 - Asset Profile
 - ETP Corporate Structure
 - Investment Highlights
- Propane Overview
- Project Update
- Midstream Overview
- Financial Review
- Energy Transfer Equity, LP
- Summary



Asset Profile

- A diversified midstream and propane MLP:
 - 3rd largest MLP in the U.S.
 - Largest intrastate pipeline system in U.S. with interconnects to major consumption areas throughout U.S.
 - Significant strategically located natural gas storage capacity
 - One of five largest retail propane marketers in the United States with concentration in highest population growth areas

ETP Financial Summary

❖ Annual Revenue (FYE 2005)	\$6.2 B
❖ Total Assets (2/28/06)	\$4.4 B
❖ Book Equity (2/28/06)	\$1.8 B
❖ Enterprise Value (1)	\$6.1 B
❖ Equity Market Cap. (1)	\$4.6 B
❖ Units Outstanding (2/28/06)	110,625,711
❖ EBITDA (Fiscal 2006)	\$710 million (2)

Operational Metrics

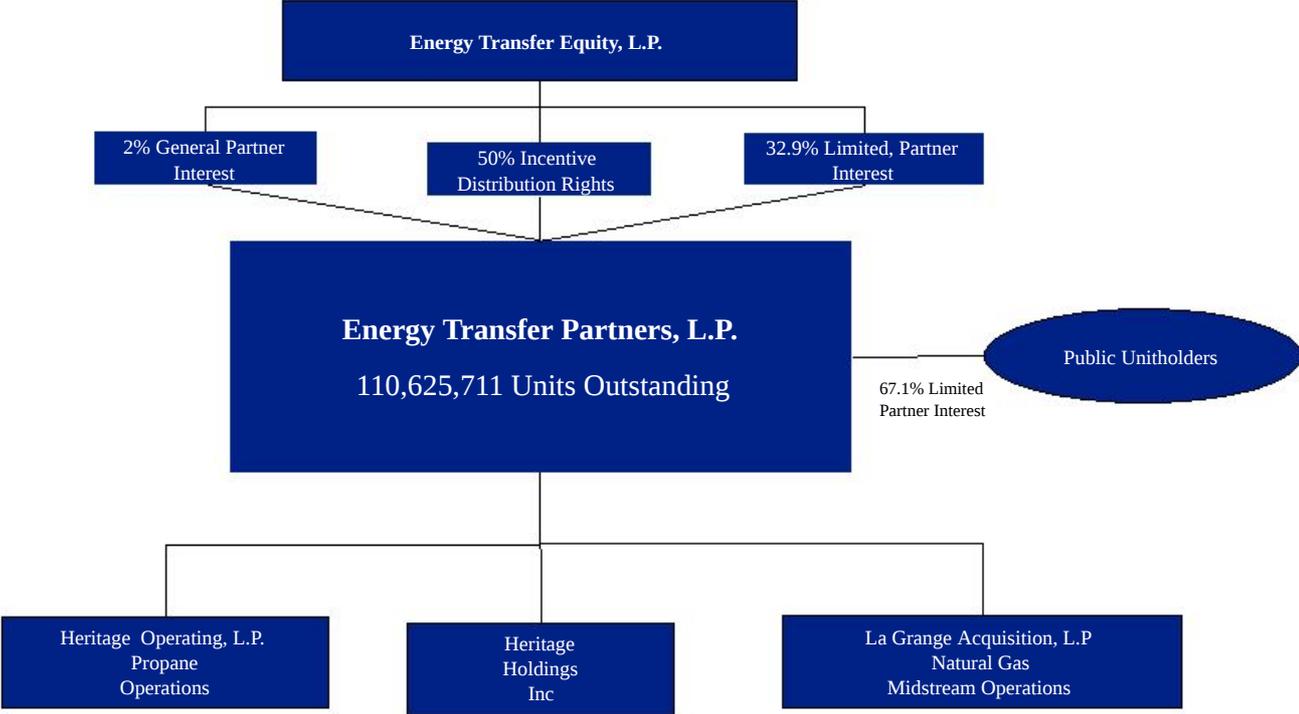
❖ Assets:	
<u>Midstream (80% of ETP EBITDA):</u>	
Pipelines (active miles)	11,700
Storage (working space)	78 Bcf
Processing	240 MMcf/d
Treating	3,500 gpm
Aggregate Throughput Capacity	7.6 Bcf/d
<u>Propane (20% of ETP EBITDA):</u>	
Propane Customers	> 700,000
Propane Service Locations	321
❖ Geographic Footprint:	
Market Hubs	5
Producing Regions	5
Interstate Pipeline Connections	> 10
Propane Operations	34 States
❖ Employees	
Midstream Operations	~565
Propane Operations	~2,730

(1) Unit price as of May 5, 2006; excludes _____ value of GP and ETE.

(2) Public guidance.



ETP Corporate Structure





Investment Highlights

- Substantial competitive advantage
 - High quality portfolio of assets
- Strong credit statistics
 - Compares favorably with BBB+ / BBB peers
 - Management commitment to credit quality
- High common unit coverage
 - ETP retains cash to fund internal growth and strengthen balance sheet
- Low risk, high rate of return growth opportunities
 - Low construction price to EBITDA multiples
 - Long-term contracts already in place
- Excellent access to public debt and equity markets
 - Significant liquidity
- History of consistent distribution growth
- Experienced management with substantial equity ownership



Propane Overview

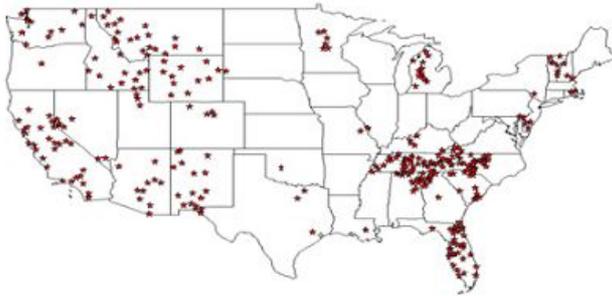
- Asset Overview
- Keys to Success
- Customer Mix
- Titan Acquisition



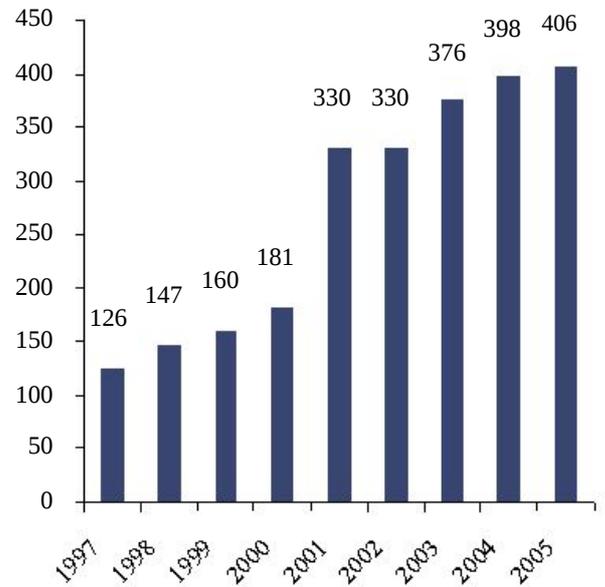
Propane Operations

ETP's propane operations are concentrated in higher than average population growth areas where natural gas distribution may not be cost effective, and its geographic diversification minimizes the impact of weather patterns in individual regions.

- Fee-based, pass-through business, subject to weather volatility that impacts volumes
- Focus on higher-margin residential customers
- Record fiscal 2004 and 2005 operating and financial performance
- Realized 2%-3% internal growth excluding acquisitions
- Trend of increasing margins due to higher vehicle fuel costs, steel costs, benefit, and insurance cost
- Own our own assets
 - Purchase land, buildings and vehicles
 - We own 90% of customer tanks



Retail Gallons Sold (Millions)





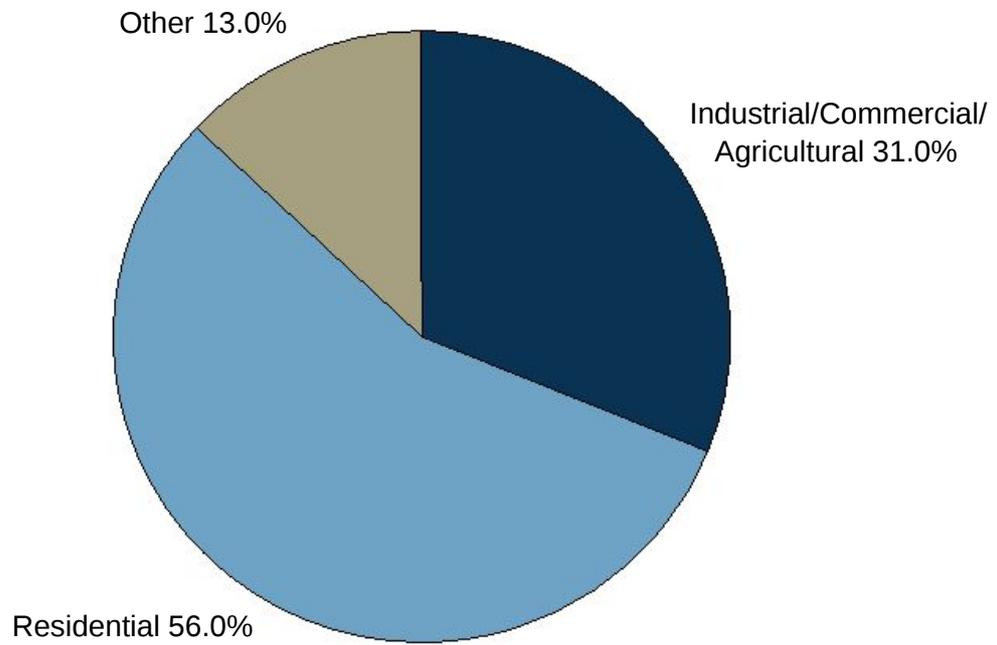
Keys to Success

- **Decentralized Operations**
 - Eliminates large scale corporate staff
 - Pricing determined at regional level
 - Billing and collection at local level, CSR collecting accounts receivables from neighbors, likely to be paid first
- **Internal Growth**
 - Plant Bonus Program to share EBITDA in excess of budget with all employees
 - Growth of 1% to 3% at 4.0x multiple
- **Acquisitions**
 - Disciplined approach with specific criteria
 - Attractive multiples at base level of deal flow
 - Low event risk as combining acquired operations with current locations under seasoned Region Manager
- **Expense Control**
 - Districts operate as independent profit centers with entrepreneurial attitude
 - Robust budgetary process with monthly accountability
 - Compensation based on local wage rates – no company-wide pay scale



Diversified Customer Base

Gallons by Retail Class



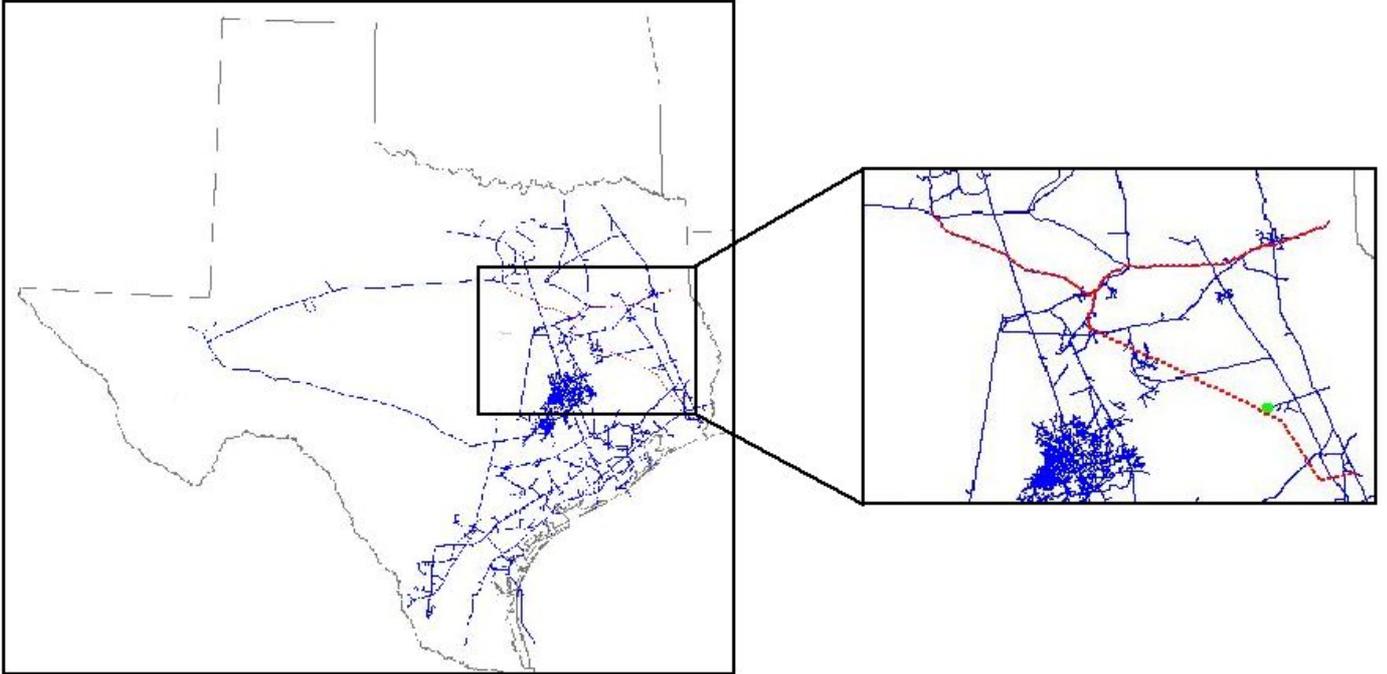


Titan Acquisition

- 200 million gallons
- 146 district locations
- 325,000 customers
- 33 states
- \$.10 -.15 accretive per unit
- Closing June 1, 2006



Project Update





Project Update

- 42” Expansion and Loop
- New Addition
 - South Loop
- \$895 million total capital to be spent
 - \$320 already incurred



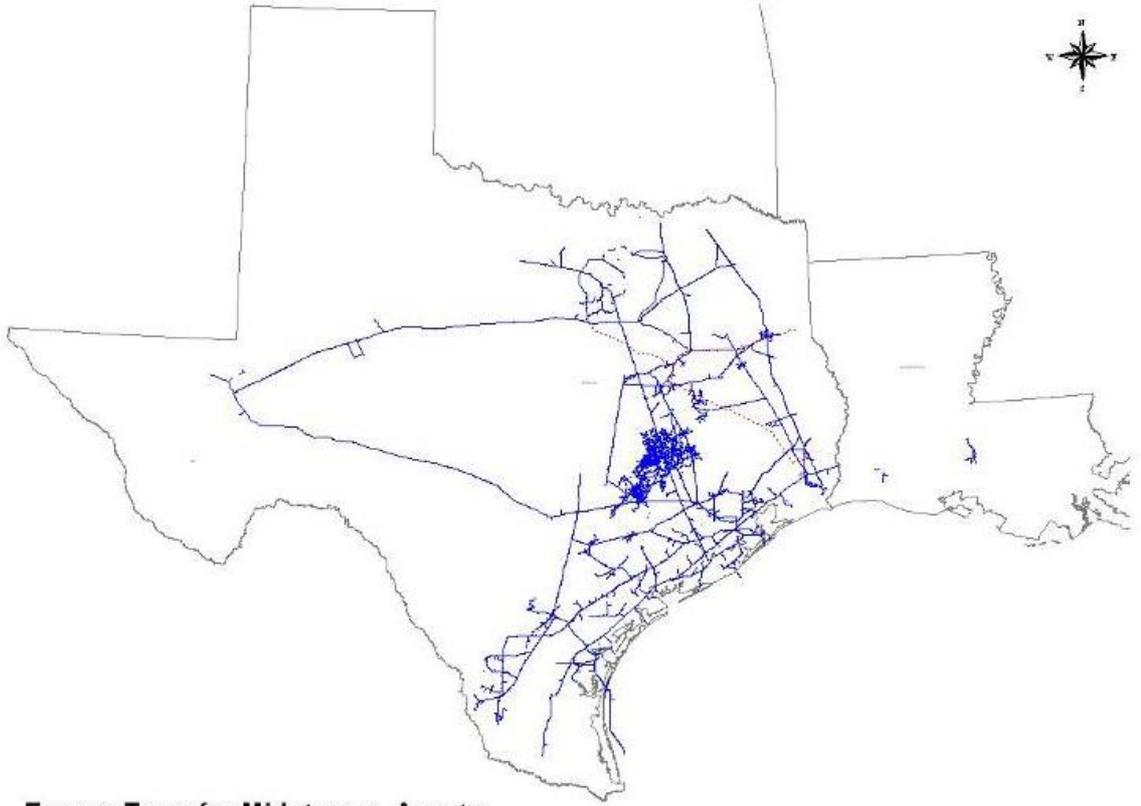


Midstream Overview

- System Map with Expansions
- Competitive Advantages
- US Natural Gas Supply/ Demand Discussion
- Supply Discussion
 - Producer Economics
- 2006 Volume and Margin Review



Energy Transfer System Map



Energy Transfer Midstream Assets



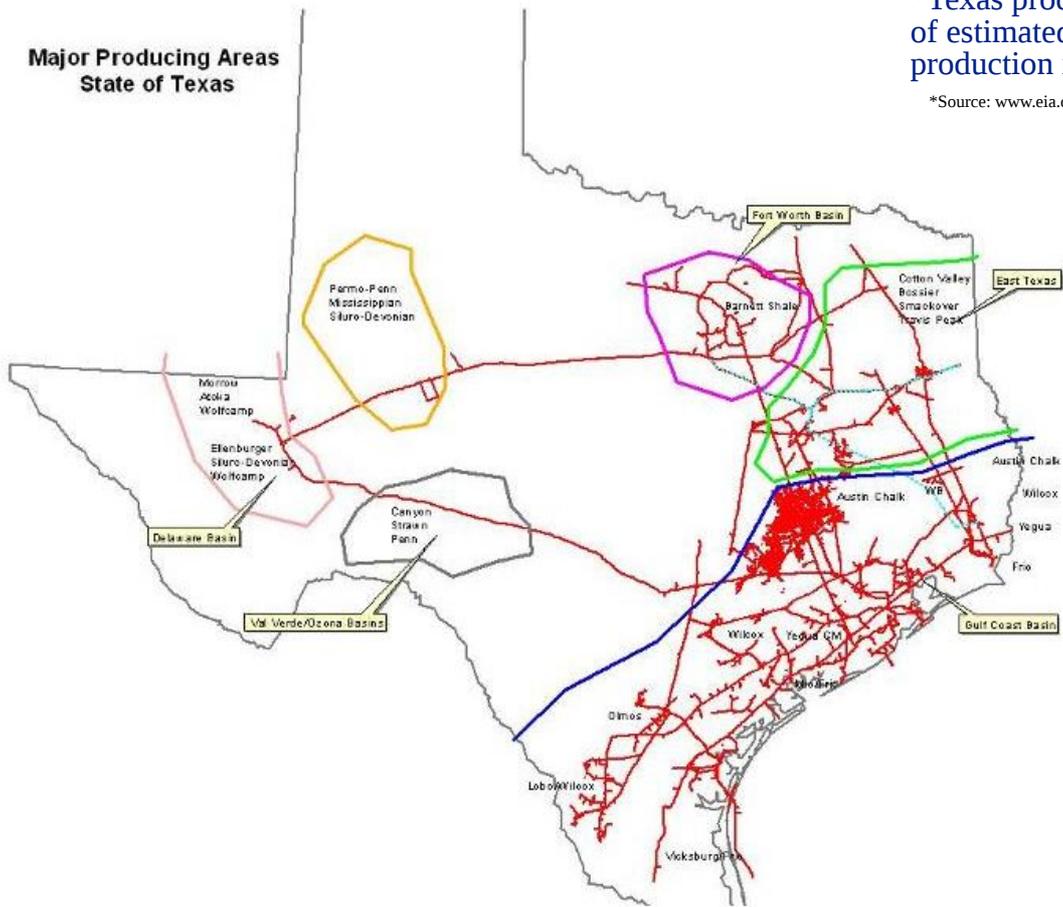
Competitive Advantages

- Texas Infrastructure
- Market Options for Producers
- Strong Position in Active Supply Basins
- Operating Expertise
- Producer Relationships
- Backlog of Organic Growth
- Positive impact of LNG



Natural Gas Supply - Texas

Major Producing Areas
State of Texas

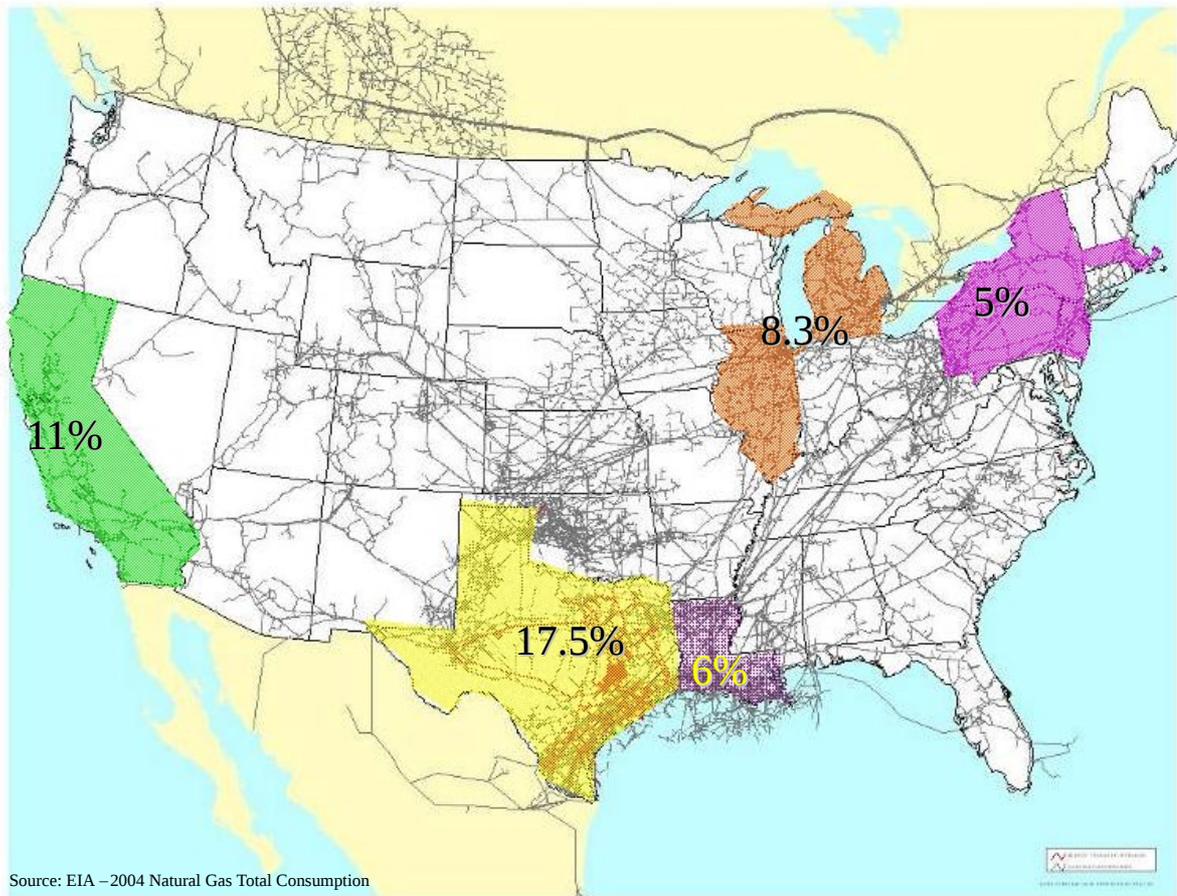


*Texas produced 28% of estimated domestic production in 2004

*Source: www.eia.doe.gov

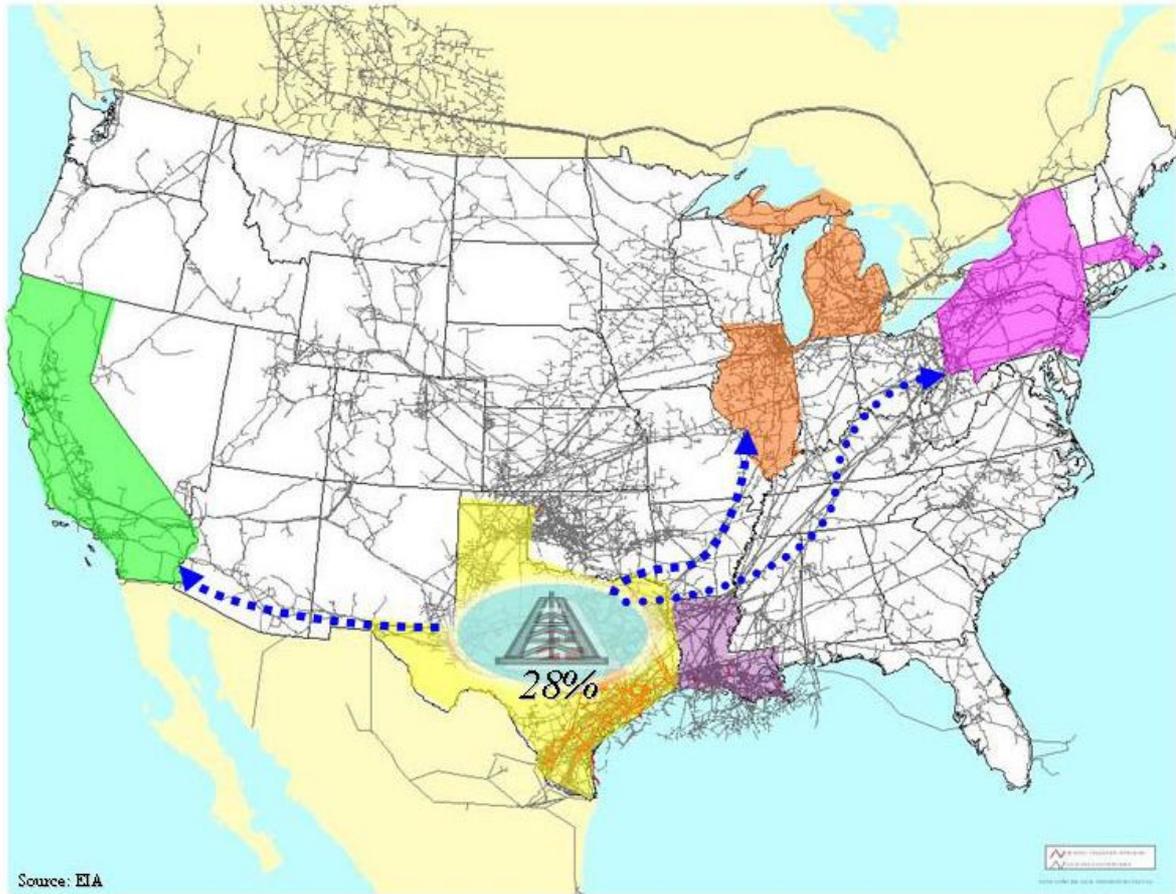


US Natural Gas Consumption





US Natural Gas Supply/ Demand





Natural Gas Supply - Texas

- Factors effecting drilling
 - Price of gas
 - Cost of drilling/ completing
 - Rig availability
 - Pipeline accessibility
 - Lease terms
 - Reserve risk
 - Magnitude of dollars per well
 - Availability of capital
 - Producer infrastructure in area
 - Royalty terms



Volume/Margin

ETP Midstream Volume/ Margin Analysis					
	<u>Mar. - May</u> <u>Q3 2005</u>	<u>June - Aug.</u> <u>Q4 2005</u>	<u>Sept. - Nov.</u> <u>Q1 2006</u>	<u>Dec. - Feb.</u> <u>Q2 2006</u>	<u>Trailing</u> <u>12-Month</u>
Consolidated					
Sales volume	581,914,952	627,678,954	635,388,103	643,221,361	2,488,203,370
Margin	147,079,476	131,566,320	147,768,428	275,561,668	701,975,892
Avg. rate	\$ 0.253	\$ 0.210	\$ 0.233	\$ 0.428	\$ 0.282
Billed volume/d	6,325,163	6,822,597	6,906,392	6,991,537	6,816,996



Financial Review

- Liquidity
- Distributable Cash Flow Forecast
- Common Unit Coverage
 - Potential Distribution @ 1.15 X
- Description of Class E Units
- Interest Expense Calculation
- Distribution Review



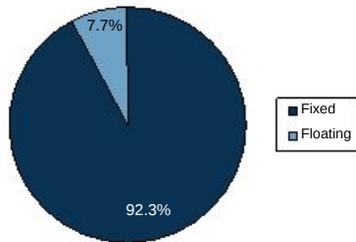
Liquidity

- Long term assets supported by long term fixed rate debt
- MLP structure more efficient with fixed rate debt

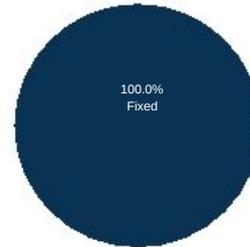
Energy Transfer Partners, L.P. Schedule of Required Principal Payments (\$ in 000's)								
Facility Size	Balance As Of 02/28/06	Available Capacity 02/28/06	Required Principal Payments					
			Balance Fiscal 2006	Fiscal 2007	Fiscal 2008	Fiscal 2009	Fiscal 2010	
Energy Transfer Partners, L.P.								
\$750MM Senior Notes	\$750,000	\$750,000	\$0	\$0	\$0	\$0	\$0	\$0
\$400MM Senior Notes	\$400,000	\$400,000	\$0	\$0	\$0	\$0	\$0	\$0
\$900MM Revolving Credit Facility	\$900,000	\$100,000	\$800,000	\$0	\$0	\$0	\$0	\$0
Heritage Operating, L.P.								
Private Placement Notes	\$292,971	\$292,971	\$0	\$30,406	\$34,806	\$41,949	\$40,899	\$39,785
Seller Notes	\$2,460	\$2,460	\$0	\$393	\$569	\$502	\$428	\$321
Revolving Credit Facility (1)	\$75,000	\$21,197	\$53,803	\$0	\$21,197	\$0	\$0	\$0
Other (Non Competes)	\$14,492	\$14,492	\$0	\$2,063	\$4,251	\$3,973	\$2,279	\$1,040
Total Consolidated Energy Transfer Partners, L.P.	\$2,434,923	\$1,581,120	\$853,803	\$32,862	\$60,823	\$46,424	\$43,606	\$41,146

(1) Heritage Operating is currently negotiating a new Credit Facility to replace the existing Credit Facility which expires December 31, 2006

Floating/Fixed Rate Mix
(including Working Capital Facilities)

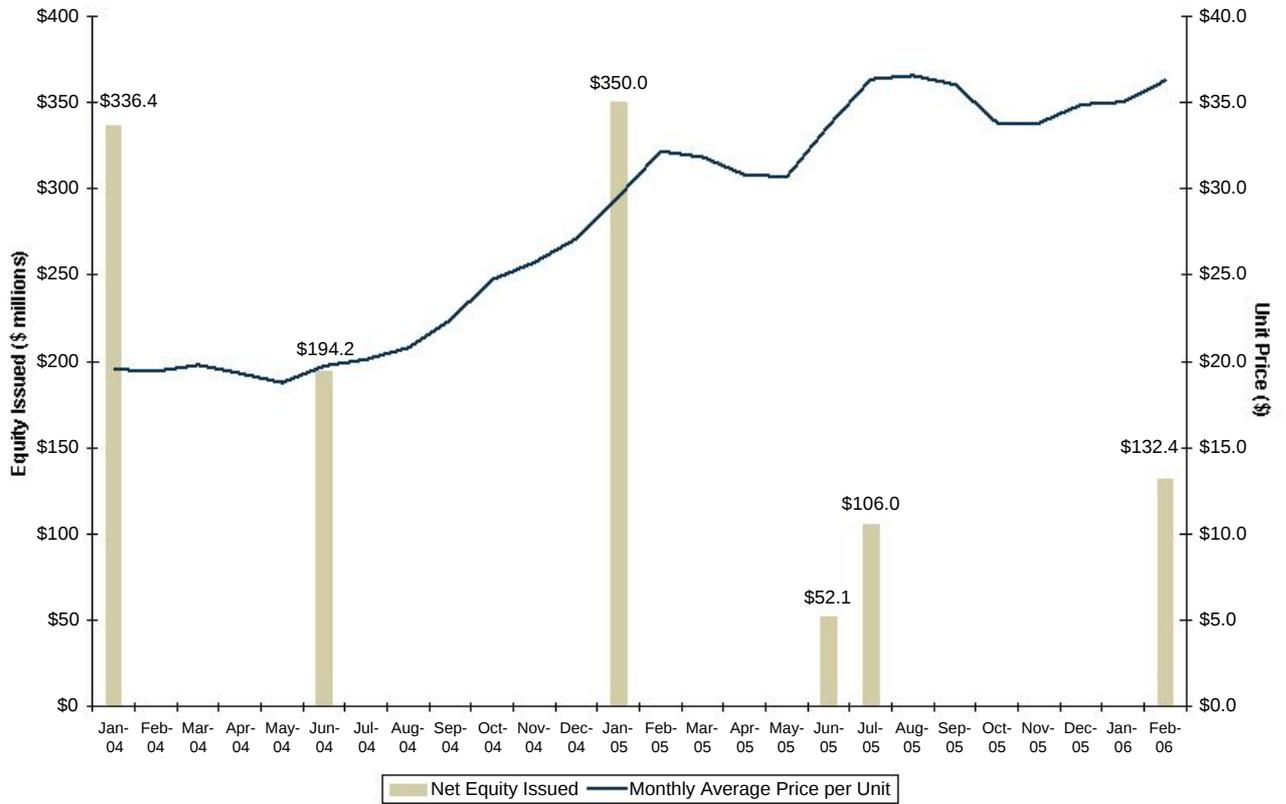


Floating/Fixed Rate Debt Mix
(excluding Working Capital Facilities)





Liquidity (cont.)





Distributable Cash Flow/ Coverage

ETP Distributable Cash Flow Calculation (in thousands)	
(@ \$2.55/ LP Unit)	
2006E EBITDA	\$ 710,000
Less: Maintenance Capital	\$ (37,000)
Less: Interest Expense	\$ (115,000)
Less: Taxes	\$ (20,000)
Distributable Cash Flow	\$ 538,000
Less: Distributions to GP (IDRs)	\$ (120,255)
Distributable Cash Flow to LP	\$ 417,745
LP Unit Distributions	\$ 282,096
Excess Distributable Cash Flow	\$ 135,649
Distribution Coverage Ratio	1.48 X



Interest Expense

	(000's)
\$750mm Senior Notes @ 5.95%	\$ 44,625
\$400mm Senior Notes @ 5.65%	22,600
\$300mm Private Placement Notes @ 8.25%	24,000
\$17mm Other @ 8.00%	1,360
\$360mm Average Working Capital @ 6%	22,415
Total Annual Interest Expense	<u>\$ 115,000</u>



Potential Distribution @ 1.15X

ETP Common Distribution @ 1.15X	
Distributable Cash Flow (000's)	\$ 538,000
ETP DCF/ LP Unit	\$ 2.99
Less: Distributions to GP (IDRs)	\$ (158,180)
Distributable Cash Flow to LP	\$ 379,820
LP Unit Distributions	\$ 330,243
Excess Distributable Cash Flow	\$ 49,577
Distribution Coverage Ratio	1.15 X



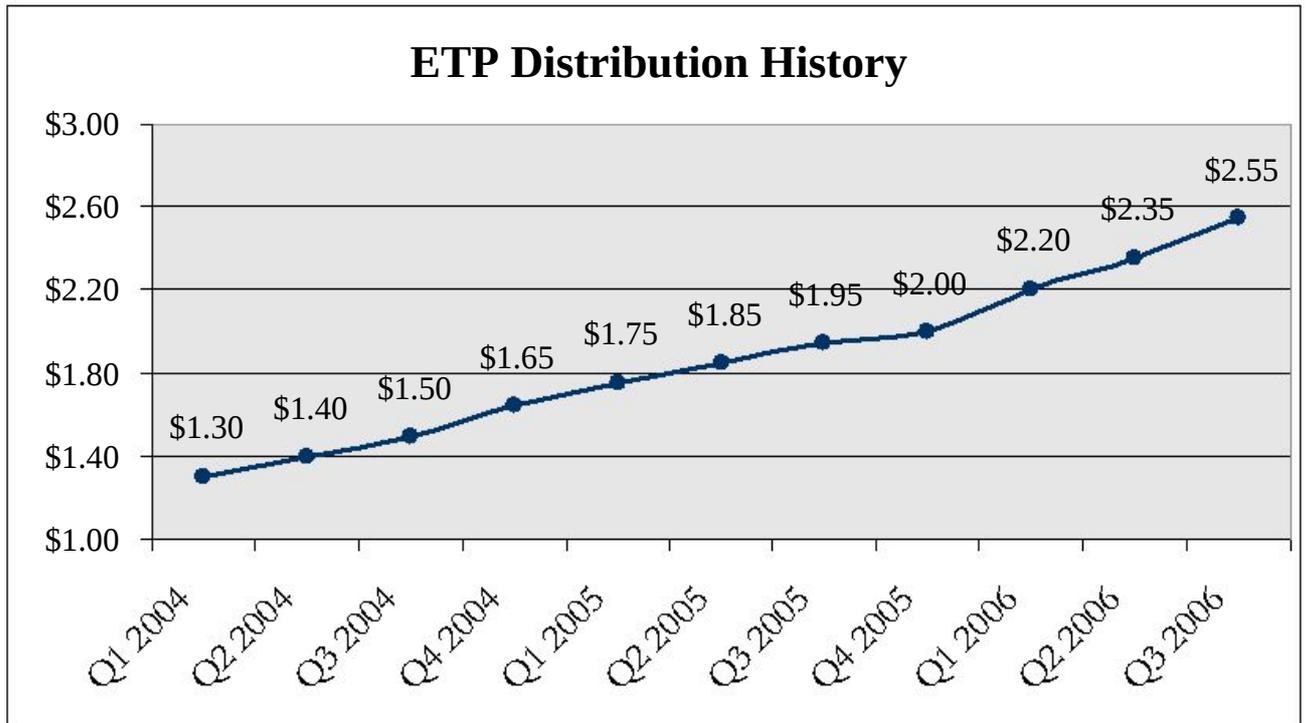
Class E Units

Number of Class E Units	8,853,832
Maximum Distribution Rate for Class E Units (per Common Unit)	
Distribution	
•Class E Unit	\$3,120,976
•General Partner	<u>877,550</u>
Total	<u>\$3,998,526</u>

Class E Unit distribution treated as Treasury Unit thus distribution is returned to ETP. Net outbound cash related to Class E Units is \$877,550 per year based on \$2.55 ETP distribution rate.



Distribution Review



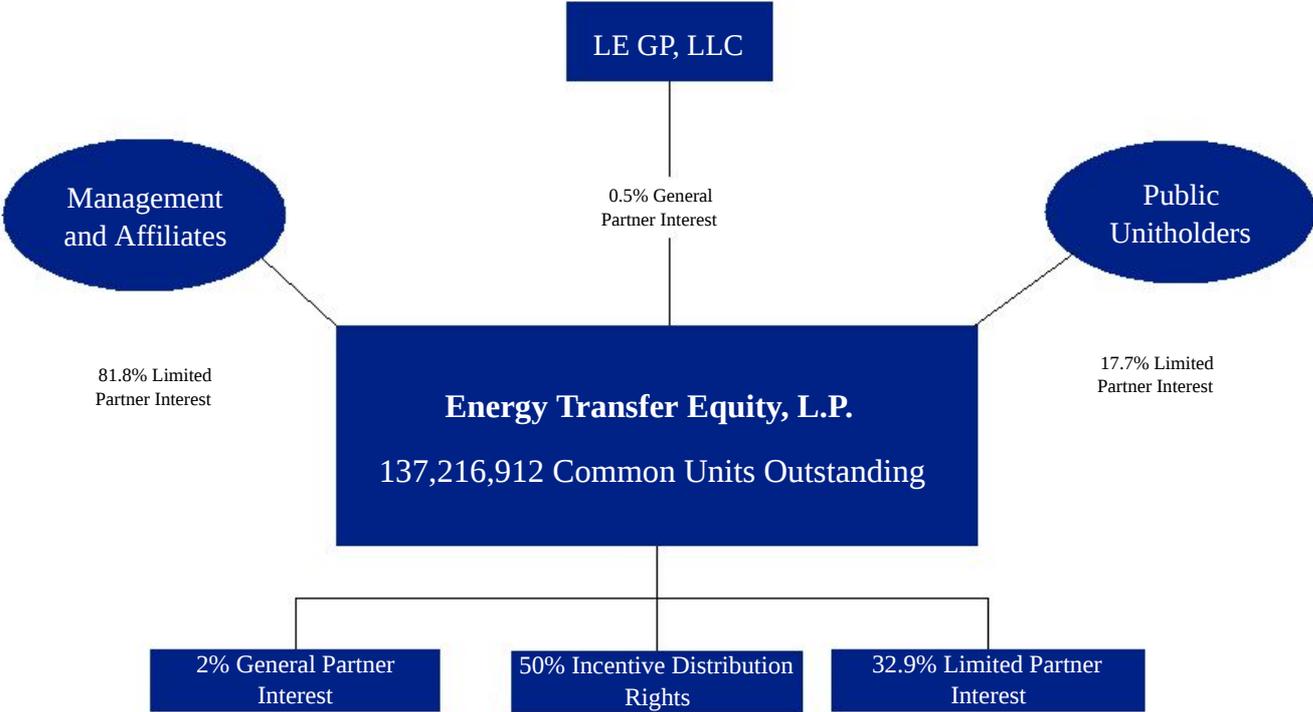


Energy Transfer Equity, LP

- ETE Corporate Structure
- Statistics
- Distributable Cash Flow
- ETE DCF @ ETP DCF Increases



ETE Corporate Structure





Statistics

ETE Statistics

Market Capitalization	\$3.55 billion
Long Term Debt	\$377 million
Enterprise Value	\$3.93 billion
Outstanding Units	137,216,912
Current DCF/ Unit	\$0.80

*as of May 5, 2006

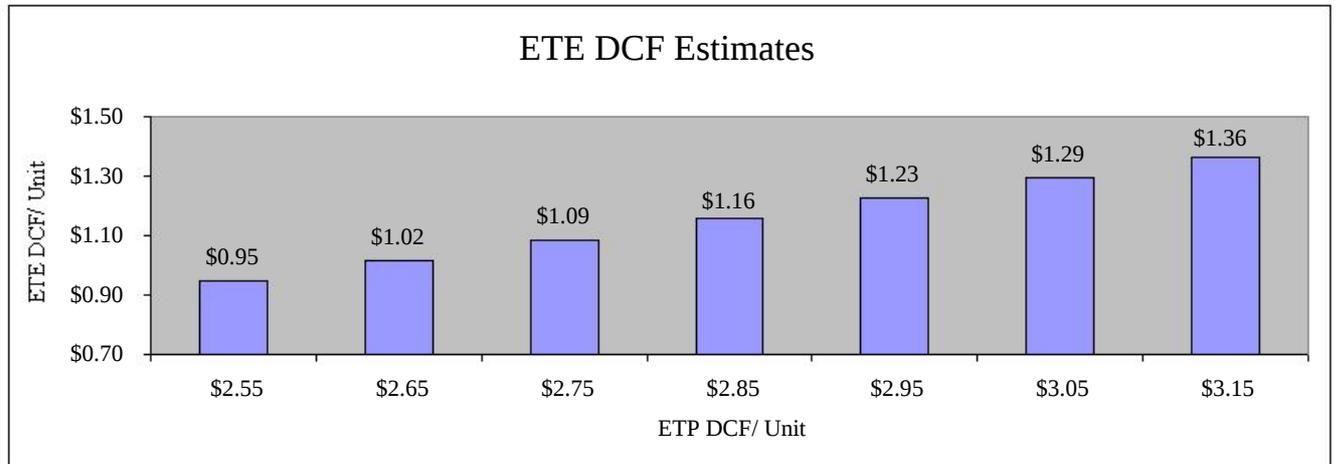


Distributable Cash Flow

ETE Distributable Cash Flow	
(in thousands)	
Cash Flow from ETP	
2% GP Cash Flow	\$ 8,297
IDR Cash Flow	\$ 55,979
LP Unit Distributions	\$ 92,855
Total Cash Flow from ETP	\$ 157,131
Less: Interest Expense	\$ (23,563)
Less: G&A	\$ (3,000)
Distributable Cash Flow	\$ 130,569
Outstanding Units	137,216,912
DCF/ Unit	\$ 0.95



ETE Distributions @ ETP DCF Increases





Investment Highlights

- Substantial competitive advantage
 - High quality portfolio of assets
- Strong credit statistics
 - Compares favorably with BBB+ / BBB peers
 - Management commitment to credit quality
- High common unit coverage
 - ETP retains cash to fund internal growth and strengthen balance sheet
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