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**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): December 10, 2007 (December 5, 2007)**

**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.)

**3738 Oak Lawn Avenue**  
**Dallas, Texas 75219**  
(Address of principal executive offices) (Zip Code)

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

(Former name or former address, if changed since last report.)

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))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(f) On December 1, 2007, Energy Transfer Equity, L.P. (“ETE”) and Energy Transfer Partners, L.P. (“ETP”) determined the amount of the discretionary bonuses to be paid to the named executive officers set forth in the table below relating to the fiscal year ended August 31, 2007. In accordance with paragraph (f) of Item 5.02 of Regulation 8-K, the following table provides information reflecting these bonus amounts.

| Name and Principal Position  | Year | Salary (\$) | Bonus \$(1) | Equity Awards \$(2) | Option Awards (\$) | Non-Equity Incentive Plan Compensation (\$) | Change in Pension Value and Nonqualified Deferred Compensation Earnings (\$) | All Other Compensation \$(3) | Total (\$) |
|--|------|-------------|-------------|---------------------|--------------------|---|--|------------------------------|------------|
| <b>ETE Officer:</b>  |      |             |             |                     |                    |   |  |                              |            |
| John W. McReynolds<br>President and Chief<br>Financial Officer         | 2007 | \$399,228   | \$600,000   | —                   | —                  | —   | —  | \$ 9,346                     | \$ 999,228 |
| <b>ETP Officers:</b>   |      |             |             |                     |                    |   |  |                              |            |
| Mackie McCrea<br>President — Midstream                                 | 2007 | 380,769     | 600,000     | 150,303             | —                  | —   | —  | 14,481                       | 1,145,553  |
| R.C. Mills<br>President — Propane                                      | 2007 | 388,482     | 300,000     | 93,251              | —                  | —   | —  | 8,162                        | 789,895    |
| Brian J. Jennings (4)<br>Chief Financial Officer                       | 2007 | 189,231     | 300,000     | —                   | —                  | —   | —  | 2,387,910                    | 2,877,141  |
| Jerry J. Langdon (5)<br>Chief Administrative and<br>Compliance Officer | 2007 | 53,846      | 62,500      | —                   | —                  | —   | —  | 324,614                      | 440,960    |
| Thomas P. Mason (6)<br>General Counsel and<br>Secretary                | 2007 | 238,462     | 291,667     | —                   | —                  | —   | —  | 2,478,593                    | 3,008,722  |

- (1) The bonus amounts for the persons shown in this table represent the discretionary bonus paid in December 2007 relating to the fiscal year ended August 31, 2007.
- (2) The amounts in this column reflect the amount of compensation expense recognized in our consolidated financial statements for the year ended August 31, 2007, determined in accordance with SFAS 123(R). The compensation expense for fiscal year 2007 is net of the impact of the cumulative adjustment of prior period compensation expense resulting from the unit forfeiture in 2007 due to the failure to achieve specified performance conditions.
- (3) The amounts in this column include (a) the amount of compensation expense recognized in our consolidated financial statements for the year ended August 31, 2007 related to equity-based awards of units in ETE owned by an affiliate to certain of our named executive officers, as discussed further above and in Note 6 to our consolidated financial statements, and (b) contributions to the 401(k) plan made by ETP on behalf of the named executive officers.
- (4) Mr. Jennings began employment on March 6, 2007.
- (5) Mr. Langdon began employment on July 1, 2007.
- (6) Mr. Mason began employment on February 1, 2007.

**SIGNATURES**

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

**ENERGY TRANSFER EQUITY, L.P.**

By: **LE GP, LLC**  
its general partner

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

December 10, 2007