

**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
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1. Name and Address of Reporting Person* <u>Williams William Presley</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 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/04/2016</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>2126 CLEAR LAKE ROAD</u>			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>01/06/2016</u>					
(Street)	(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	01/04/2016		A		7,107 <sup>(1)</sup>	A	\$0.00	29,323 <sup>(2)</sup>	D	
Common Units								2,338,484 <sup>(3)</sup>	I	By: The Williams P and Jane C Williams Family Partnership Ltd.
Common Units								3,032,028 <sup>(4)</sup>	I	By: The Bar W Barking Cat LTD Partnership

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	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 Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- An award of restricted Common Units granted under the Energy Transfer Equity, L.P. (ETE) Long-Term Incentive Plan that will vest 60% on January 2, 2019 and 40% on January 2, 2021 contingent only upon the reporting person's continued service as a Director.
- This amendment is being filed to correct the reporting person's beneficial ownership of an additional 11,108 common units as a result of the 2-for-1 unit split of Energy Transfer Equity, L.P. (ETE) units that occurred on July 15, 2015.
- This amendment is being filed to correct the reporting person's indirect beneficial ownership of an additional 1,169,242 common units as a result of the 2-for-1 unit split of Energy Transfer Equity, L.P. (ETE) units that occurred on July 15, 2015.
- This amendment is being filed to correct the reporting person's indirect beneficial ownership of an additional 1,516,014 common units as a result of the 2-for-1 unit split of Energy Transfer Equity, L.P. (ETE) units that occurred on July 15, 2015.

**Remarks:**

Sonia Aube, Attorney-in-fact for Mr. Williams      02/12/2016

\*\* 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.