Edgar Filing: MONTAGUE JAMES R - Form 4

MONTAGU	JE JAMES R									
Form 4										
February 15								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check this box if no longer subject to Section 16. Form 4 or								Estimated burden ho	Number: January 31, Expires: January 31, 2005 Estimated average burden hours per response 0.5	
obligatio may cor <i>See</i> Inst 1(b).	ons Section 17((a) of the l	Public U	Jtility Ho	lding Co		inge Act of 1934, t of 1935 or Secti 1940	on		
(Print or Type	Responses)									
1. Name and AMONTAG	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer					
	MAGELLAN MIDSTREAM PARTNERS LP [MMP]				(Check all applicable)					
(Last)	Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify					
FIVE RAD CENTER,	02/14/2012				below)	below)				
RADNOR,	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) RADNOR, PA 19087				al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Tał	ole I - Non-	Derivative	Securities /	Acquired, Disposed	of. or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	ed Date, if	3.	4. Securi onAcquired Disposed	ties (A) or of (D)	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	
				Code V	Amount	(D) Price				
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	-	-	-			
					inforı requi	nation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					sposed of, or convertible	Beneficially Owned securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivativ

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	<u>(1)</u>	02/14/2012		А	110		(2)	(2)	Common Units	110	\$ 69.3

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
MONTAGUE JAMES R FIVE RADNOR CORPORATE CENTE SUITE 500 RADNOR, PA 19087	X X							
Signatures								
James R. 02/15/2012 Montague								

**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).
- Each phantom unit is the eceonomic equivalent of one common unit. (1)
- The phantom units become payable in cash upon termination of service as a director pursuant to the terms of the Director Deferred (2) Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.