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PACIFIC ENERGY PARTNERS LP

Form 4 April 29, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						PROVAL	
		Washi	ngton, D.C. 20549		OMB Number:	3235-0287	
Check this bo if no longer		NT OF CHANCI	E CHANGES IN DENERICIAL OWNERS!			January 31, 2005	
subject to Section 16. Form 4 or							
Form 5 obligations may continue <i>See</i> Instruction 1(b).	response	0.5					
(Print or Type Resp	oonses)						
1. Name and Addr POLSON DOU	ess of Reporting Pers JGLAS L	son * 2. Issuer Na Symbol	ame and Ticker or Trading	5. Relationship of I Issuer	Reporting Pers	on(s) to	
		•	ENERGY PARTNERS LP	(Check	all applicable)	
(Last) 555 17TH STR	(First) (Midd	(Month/Day/		_X DirectorOfficer (give to below) See Re		Owner r (specify	
	Filed(Month/Day/Year) Applicable			Applicable Line)	l or Joint/Group Filing(Check ine) ed by One Reporting Person		
DENVER, CO	80202			Form filed by Mo Person			
(City)	(State) (Zip	Table I	- Non-Derivative Securities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquire Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

1.Title of	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3.	4. Securities Acquired ior(A) or Disposed of (D)			5. Amount of Securities	6. Ownership	7. Nat Indire	
Security (Instr. 3)	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3	(A) or	15)	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Bene Own	
Common			Code V	Amour	it (D)	Price	,			
Units Representing Limited Partner Interests	04/27/2005		S(1)	300	D	\$ 31.7	66,080	D		
Common Units Representing Limited Partner Interests	04/27/2005		S <u>(1)</u>	500	D	\$ 31.66	65,580	D		

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Common Units Representing Limited Partner Interests	04/27/2005	S <u>(1)</u>	500	D	\$ 31.74	65,080	D
Common Units Representing Limited Partner Interests	04/28/2005	S <u>(1)</u>	500	D	\$ 31.01	64,580	D
Common Units Representing Limited Partner Interests	04/29/2005	S <u>(1)</u>	500	D	\$ 30.86	64,080	D
Common Units Representing Limited Partner Interests	04/29/2005	S <u>(1)</u>	1,000	D	\$ 30.85	63,080	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transact	5. iorNumber	6. Date Exerc Expiration D			le and ant of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Secur	rlying rities . 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
. 9	Director	10% Owner	Officer	Other			
POLSON DOUGLAS L 555 17TH STREET, SUITE 3310 DENVER CO 80202	X			See Remark (1) below			

Signatures

Douglas L.
Polson 04/29/2005

**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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 16, 2005.

Remarks:

Remark (1) - Mr. Polson is a director of Pacific Energy Management LLC, the general partner of Pacific Energy GP, LP, general 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.

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