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

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2002

OR

[_] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ___________to ____________.

COMMISSION FILE NUMBER: 0-32453

Inergy, L.P.
(Exact name of registrant as specified in its charter)

Delaware	43-1918951
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

1101 Walnut, Suite 1500
Kansas City, Missouri 64106
(Address of principal executive offices)

(816) 842-8181
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the last 90 days.

Yes [X] No [_]

The following units were outstanding at May 1, 2002:

Common Units	2,617,872
Senior Subordinated Units	3,313,367
Junior Subordinated Units	572,542

INERGY, L.P.
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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

CONSOLIDATED BALANCE SHEETS
(In Thousands)

	September 30, 2001	March 31, 2002
		(Unaudited)
Assets		
Current assets:		
Cash	$ 2,171	$ 2,475
Accounts receivable, less allowance for doubtful accounts of $186 and $1,537 at September 30, 2001 and March 31, 2002, respectively	11,457	24,111
Inventories	12,694	16,591
Prepaid expenses and other current assets	1,411	1,975
Assets from price risk management activities	9,187	8,897
Total current assets	36,920	54,049
Property, plant and equipment, at cost:		
Land and buildings	4,511	11,205
Office furniture and equipment	1,172	5,857
Vehicles	11,435	17,644
Tanks and plant equipment	58,737	100,147
	75,855	134,853
Less accumulated depreciation	(5,812)	(9,378)
Net property, plant and equipment	70,043	125,475
Intangible assets:		
Covenants not to compete	3,771	6,124
Deferred financing costs	2,985	4,977
Deferred acquisition costs	115	-
Customer accounts	14,000	41,411
Goodwill	32,121	47,053
	52,992	99,565
Less accumulated amortization	(4,431)	(6,489)
Net intangible assets	48,561	93,076
Other	129	473
Total assets	$ 155,653	$ 273,073

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

CONSOLIDATED BALANCE SHEETS
(In Thousands)

	September 30, 2001	March 31, 2002 (Unaudited)
Liabilities and Partners' Capital		
Current liabilities:		
Accounts payable	$ 8,416	$ 9,041
Accrued expenses	5,679	6,743
Customer deposits	10,060	5,314
Liabilities from price risk management activities	4,612	4,618
Current portion of long-term debt (Note 2)	10,469	3,722
Total current liabilities	39,236	29,438
Long-term debt, less current portion (Note 2)	43,663	138,442
Partners' capital (Note 4):		
Common unitholders (1,840,000 and 2,617,872 units issued and outstanding as of September 30, 2001 and March 31, 2002)	24,981	49,514
Senior subordinated unitholders (3,313,367 units issued and outstanding as of September 30, 2001 and March 31, 2002)	45,060	51,421
Junior subordinated unitholders (572,542 units issued and outstanding as of September 30, 2001 and March 31, 2002)	1,258	2,358
Non-managing general partner (2% interest with 116,855 and 132,730 equivalent units outstanding as of September 30, 2001 and March 31, 2002)	1,455	1,900
Total partners' capital	72,754	105,193
Total liabilities and partners' capital	$ 155,653	$ 273,073

See accompanying notes.

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

CONSOLIDATED STATEMENTS OF INCOME
(In Thousands Except Per Unit Data)

	Three Months Ended March 31,		Six Months Ended March 31,	
	2001	2002	2001	2002
	(Unaudited)		(Unaudited)	
Revenue:				
Propane	$94,583	$ 97,453	$165,209	$156,442
Other	3,445	4,572	5,230	7,618
	98,028	102,025	170,439	164,060
Cost of product sold	77,817	67,587	141,425	113,787
Gross profit	20,211	34,438	29,014	50,273
Operating and administrative expenses	7,506	15,034	11,464	23,326
Depreciation and amortization	1,979	3,371	2,748	5,145
Operating income	10,726	16,033	14,802	21,802
Other income (expense):				
Interest expense	(1,931)	(1,998)	(2,860)	(3,236)
Loss on sale of property, plant and equipment	-	(29)	-	(119)
Other	183	65	245	121
Income before income taxes	8,978	14,071	12,187	18,568
Provision for income taxes	-	20	-	52
Net income	$ 8,978	$ 14,051	$ 12,187	$ 18,516
Partners' interest information:				
Non-managing general partners' interest in net income		$ 281		$ 370
Limited partners' interest in net income:				
Common unit interest		$ 5,543		$ 6,702
Senior subordinated interest		7,015		9,758
Junior subordinated unit interest		1,212		1,686
Total limited partners' interest in net income		$ 13,770		$ 18,146
Net income per limited partner unit:				
Basic		$ 2.12		$ 2.94
Diluted		$ 2.08		$ 2.90
Weighted average limited partners' units outstanding:				
Basic		6,504		6,162
Diluted		6,607		6,249

See accompanying notes.

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands)

	Six Months Ended March 31,	
	2001	2002
	(Unaudited)	
Operating activities		
Net income	$ 12,187	$ 18,516
Adjustments to reconcile net income to net cash provided by operating activities:		
Provision for doubtful accounts	812	680
Depreciation	1,368	3,633
Amortization	1,220	1,511
Amortization of deferred financing costs	160	547
Loss on disposal of property, plant and equipment	-	119
Net assets (liabilities) from price risk management activities	946	296
Deferred compensation	39	-
Changes in operating assets and liabilities, net of effects from acquisition of retail propane companies:		
Accounts receivable	(10,869)	(6,532)
Inventories	2,922	(65)
Prepaid expenses and other current assets	22	(36)
Other assets	(3)	(92)
Accounts payable	(3,596)	(1,410)
Accrued expenses	807	(1,839)
Customer deposits	(3,421)	(5,623)
Net cash provided by operating activities	2,594	9,705
Investing activities		
Acquisition of retail propane companies, net of cash acquired	(56,263)	(83,625)
Purchases of property, plant and equipment	(1,861)	(2,524)
Deferred financing and acquisition costs incurred	(1,989)	(1,979)
Proceeds from sale of property, plant and equipment	-	91
Other	(66)	-
Net cash used in investing activities	(60,179)	(88,037)

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands)

	Six Months Ended March 31,	
	2001	2002
	(Unaudited)	
Financing activities		
Proceeds from issuance of long-term debt	$ 106,675	$ 220,621
Principal payments on long-term debt and noncompete obligations	(62,205)	(136,184)
Contribution from non-managing general partner	-	204
Proceeds from issuance of common units	-	480
Proceeds from issuance of redeemable preferred members' interest	16,015	-
Distributions to members/unitholders	(745)	(6,485)
Net cash provided by financing activities	59,740	78,636
Net increase in cash	2,155	304
Cash at beginning of period	1,373	2,171
Cash at end of period	$ 3,528	$ 2,475
Supplemental disclosure of cash flow information		
Cash paid during the period for interest	$ 1,929	$ 3,025
Supplemental schedule of noncash investing and financing activities		
Acquisitions of retail propane companies through the issuance of common units	$ 7,402	$ 19,723
Acquisitions of retail propane companies through the issuance of subordinated debt	$ 5,000	$ -

See accompanying notes.

INERGY, L.P. and Subsidiary
(Successor to Inergy Partners, LLC and Subsidiaries)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Note 1 - Accounting Policies

Organization

The consolidated financial statements of Inergy, L.P. (the "Partnership") include the accounts of the Partnership and its subsidiary Inergy Propane, LLC (the "Operating Company") which, collectively, are referred to as the "Partnership Entities" or "Inergy" as a result of the Partnership's initial public offering in July 2001. As of March 31, 2002, the Partnership has limited partner interests consisting of 2,617,872 common units (including 777,872 common units issued in December 2001 in connection with the acquisition of Independent Propane Company) (the "Common Units"), 3,313,367 senior subordinated units (the "Senior Subordinated Units"), and 572,542 junior subordinated units (the "Junior Subordinated Units") outstanding. Inergy Partners, LLC (the "Non-Managing General Partner"), an affiliate of Inergy Holdings, LLC, owns the non-managing general partner interest representing a 2% unsubordinated general partner's interest in the Partnership Entities (132,730 equivalent units outstanding at March 31, 2002). Inergy GP, LLC, (the "Managing General Partner"), a wholly-owned subsidiary of Inergy Holdings, LLC, owns the incentive distribution rights of the Partnership and has sole responsibility for conducting our business and managing our operations.

Basis of Presentation

The financial information as of March 31, 2002 and for the three and six-month periods ended March 31, 2001 and 2002 contained herein is unaudited. The Partnership believes this information has been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and Article 10 of Regulation S-X. The Partnership also believes this information includes all adjustments (consisting only of normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows for the periods then ended. The results of operations for the three and six-month periods ended March 2001 and 2002 are not necessarily indicative of the results of operations that may be expected for the entire year.

The accompanying consolidated financial statements presented herein reflect the effects of the partnership conveyance as a result of the Partnership's initial public offering on July 31, 2001 and, as such, the consolidated financial statements represent Inergy Partners, LLC prior to July 31, 2001 and the Partnership Entities subsequent thereto.

Accounting for Price Risk Management

Inergy, through its wholesale operations, offers price risk management services to its customers and, in addition, trades for its own account. Financial instruments utilized in connection with trading activities are accounted for using the mark-to-market method. Under the mark-to-market method of accounting, forwards, swaps, options and storage contracts are reflected at fair value, inclusive of reserves, and are shown in the consolidated balance sheets as assets and liabilities from price risk management activities. In addition, inventories for wholesale operations, which consist mainly of liquid propane commodities, are also stated at market. Unrealized gains and losses from newly originated contracts, contract restructuring and the impact of price movements on these financial instruments and wholesale propane inventories are recognized in cost of products sold. Changes in the assets and liabilities from trading and price risk management activities result primarily from changes in the market prices, newly originated transactions and the timing of settlement relative to the receipt of cash for certain contracts. The market prices used to value these transactions reflect management's best estimate considering various factors including closing exchange and over-the-counter quotations, time value and volatility factors underlying the commitments. The values are adjusted to reflect the potential impact of liquidating Inergy's position in an orderly manner over a reasonable period of time under present market conditions.

The cash flow impact of financial instruments is reflected as cash flows from operating activities in the consolidated statements of cash flows.

Revenue Recognition

Sales of propane are recognized at the time product is shipped or delivered to the customer. Revenue from the sale of propane appliances and equipment is recognized at the time of sale or installation. Revenue from repairs and maintenance is recognized upon completion of the service.

Adoption of Financial Accounting Standards Board Statement No. 142

In July 2001, the Financial Accounting Standards Board ("FASB") issued Statement No. 142, "Goodwill and Other Intangible Assets." Statement 142 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead tested for impairment at least annually in accordance with the provisions of Statement 142. Statement 142 also requires that intangible assets with definite useful lives be amortized over their respective estimated useful lives to their estimated residual values, and reviewed for impairment in accordance with SFAS No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of." Inergy adopted the provisions of Statement 142 in the first quarter ended December 31, 2001. Goodwill amortization expense was $0.5 million and $0 for the three months ended March 31, 2001 and 2002, and $0.6 million and $0 for the six months ended March 31, 2001 and 2002, respectively.

Note 2 - Long-Term Debt

Long-term debt consisted of the following (in thousands):

	September 30, 2001	March 31, 2002 (Unaudited)
Credit agreement	$ 53,000	$ 138,215
Obligations under non-competition agreements and notes to former owners of businesses acquired	1,101	3,929
Other	31	20
	54,132	142,164
Less current portion	10,469	3,722
	$ 43,663	$ 138,422

Inergy's credit agreement was amended in December 2001 in connection with the IPC Acquisition (December 2001 amendment). This December 2001 amendment was comprised of a $195 million facility including a $50 million revolving working capital facility, a $75 million revolving acquisition facility and a 1-year, $70 million term note which maturity date has been extended to April 2003. The December 2001 amendment has similar interest terms to the previous credit agreement amended in July 2001, and accrues interest at prime rate and LIBOR plus applicable spreads, resulting in interest rates between 4.21% and 5.00% at March 31, 2002. At March 31, 2002, the balance outstanding under the credit facility was $138.2 million, including $6.2 million under the working capital facility, $136.0 million of which is classified as long-term in the accompanying 2002 consolidated balance sheet.

The credit agreement contains several covenants which, among other things, require the maintenance of various financial performance ratios, restrict the payment of distributions to unitholders, and require financial reports to be submitted periodically to the lenders. The Partnership is in compliance with all covenants at March 31, 2002.

Note 3 - Segments

The Partnership's financial statements reflect two reportable segments: retail sales operations and wholesale sales operations. Revenues, gross profit and identifiable assets for each of the Partnership's reportable segments are presented below. Identifiable assets associated with each reportable segment include accounts receivable and inventories. The net asset/liability from price risk

management, as reported in the accompanying consolidated balance sheet, is related to the wholesale trading activities.

The following segment information is in thousands of dollars:

	Three Months Ended March 31, 2002 (Unaudited)				Three Months Ended March 31, 2001 (Unaudited)			
	Retail Sales Operations	Wholesale Sales Operations	Intersegment Eliminations	Total	Retail Sales Operations	Wholesale Sales Operations	Intersegment Eliminations	Total
Revenues	$ 53,905	$ 58,891	($10,771)	$102,025	$ 39,031	$ 79,271	($20,274)	$98,028
Gross profit	33,143	1,483	(188)	34,438	16,737	4,565	(1,091)	20,211

	Six Months Ended March 31, 2002 (Unaudited)				Six Months Ended March 31, 2001 (Unaudited)			
	Retail Sales Operations	Wholesale Sales Operations	Intersegment Eliminations	Total	Retail Sales Operations	Wholesale Sales Operations	Intersegment Eliminations	Total
Revenues	$ 77,229	$ 104,405	($17,574)	$164,060	$ 53,488	$ 143,623	($26,672)	$170,439
Gross profit	46,901	3,822	(450)	50,273	24,251	6,802	(2,039)	29,014
Identifiable assets	19,292	21,410	-	40,702	12,919	14,835	(1,477)	26,277

Note 4 - Acquisitions and Related Financing

Effective November 1, 2001, Inergy acquired substantially all of the assets and assumed certain liabilities of Pro Gas Sales & Service, Spe-D Gas Company, Great Lakes Propane Company and Ottawa LP Gas Company, four companies under common control (collectively Pro Gas). Pro Gas is a retail propane distributor located in central Michigan. Inergy purchased Pro Gas with cash funded through its credit facility.

On December 20, 2001, Inergy, L.P., through an affiliate as further described below, acquired the assets of Independent Propane Company Holdings, Inc ("IPC"). The purchase price approximated $96.8 million, including approximately $7.5 million paid for net working capital.

In connection with the IPC acquisition, Inergy, L.P. and several of its affiliates entered into various transactions. IPCH Acquisition Corp., an affiliate of Inergy L.P.'s managing general partner that ultimately became the sole stockholder of IPC through this stock acquisition, borrowed approximately $27 million from financial institution lenders. A portion of these loan proceeds were applied to acquire 365,019 common units from Inergy, L.P. The aggregate purchase price paid for these common units was approximately $9.6 million. IPCH Acquisition Corp utilized these common units to provide a portion of the merger consideration distributed to certain former stockholders of IPC's parent corporation. The balance of the loan proceeds, amounting to $17.4 million, were paid as additional purchase price.

Immediately following the IPC acquisition, IPCH Acquisition Corp. sold, assigned and transferred to our operating partnership the operating assets of IPC and certain rights under the IPC acquisition agreement and related escrow agreement. In consideration for the above sale, assignment and transfer, Inergy, L.P. issued to IPCH Acquisition Corp. 394,601 common units, paid $83.9

million in cash (including acquisition costs and the $9.6 million of cash received from the sale of 365,019 common units to IPCH Acquisition Corp.), and our operating partnership assumed $2.5 million of notes payable. IPCH Acquisition Corp. used the cash received from Inergy, LP. to repay the $27.0 million loan described above and repaid approximately $52.9 million of long-term debt assumed in the acquisition of IPC. Inergy, L.P. agreed that if it proposes to register any of its common units under applicable securities laws, IPCH Acquisition Corp. will have the right to include in such registration the 394,601 common units acquired by it, subject to various conditions and limitations specified in a Registration Rights Agreement entered into by IPCH Acquisition Corp. and Inergy, L.P. The common units were issued in reliance upon the exemption from registration afforded by Rule 506 of Regulation D. In addition, Inergy, L.P. issued 18,252 common units to certain members of IPC management, who remain as employees of Inergy, L.P., for approximately $0.5 million in cash at the time of the acquisition.

Our operating partnership agreed that IPCH Acquisition Corp. may obtain loans from financial institution lenders during the five year period following the date of the Independent Propane acquisition for certain specified purposes, including payment of tax liabilities arising from the sale of IPC to Inergy, L.P. If IPCH Acquisition Corp. obtains any such loans, our operating partnership agreed to reimburse IPCH Acquisition Corp. for all out-of-pocket costs and expenses incurred to obtain $5.0 million of such borrowings, excluding interest.

IPCH Acquisition Corp. has the right to appoint two directors to the board of directors of our managing general partner for a period of three years immediately following the date of the IPC acquisition.

IPCH Acquisition Corp. agreed to guarantee the payment when due of the obligations of our operating partnership with respect to the loan of up to $35.0 million.

A special committee of the Board of Directors reviewed the transactions described above on behalf of the unitholders who are not affiliated with our managing general partner.

Inergy Partners, LLC contributed $203,857 in cash to Inergy, L.P. in conjunction with the IPC acquisition in order to maintain its 2% non-managing general partner interest.

Inergy, L.P. agreed that on or before August 1, 2002, it would use its best efforts to file a shelf registration statement under federal securities laws and to register approximately 349,914 common units issued to former IPC shareholders, including J.P. Morgan Partners (SBIC) LLC, subject to various conditions and limitations specified in a Registration Rights Agreement entered into by Inergy, L.P. and the former IPC shareholders. In addition, Inergy, L.P. also agreed that if it proposes to register any of its common units under applicable securities laws, these former IPC shareholders will have the right to include their common units in such registration, subject to various conditions and limitations specified in the Registration Rights Agreement.

The following unaudited pro forma data summarize the results of operations for the periods indicated as if the Pro Gas and IPC acquisitions had been completed October 1, 2000 and 2001, the beginning of the 2001 and 2002 fiscal years. The pro forma data give effect to actual operating results prior to the acquisitions and adjustments to interest expense, goodwill (amortization prior to the October 1, 2001 adoption of SFAS No. 142) and customer accounts amortization, among other things. These pro forma amounts do not purport to be indicative of the results that would have actually been obtained if the acquisitions had occurred on October 1, 2000 and 2001 or that will be obtained in the future.

The following pro forma is in thousands of dollars:

	Six-month period ended March 31,	
	2001	2002
Sales	$242,327	$178,823
Net income	$ 23,051	$ 20,687

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operation

This "Management's Discussion and Analysis of Financial Condition and Results of Operations" of Inergy, L.P. should be read in conjunction with the accompanying condensed consolidated financial statements and "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Annual Report on Form 10-K for the fiscal year ended September 30, 2001 of Inergy, L.P.

The statements in this Quarterly Report on Form 10-Q that are not historical facts, including most importantly, those statements preceded by, or that include the words "may", "believes", "expects", "anticipates" or the negation thereof, or similar expressions, constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements include statements concerning our expected recovery of goodwill attributable to our acquisitions. Such forward-looking statements involve risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Partnership and its subsidiary to be materially different from any future results, performance or achievements express or implied by such forward-looking statements. Such factors include, but are not limited to, the following: weather in the Partnership's area of operations; market price of propane; availability of financing; changes in, or failure to comply with, government regulations; the costs, uncertainties and other effects of legal and administrative proceedings and other risks and uncertainties detailed in the Partnership's Securities and Exchange Commission filings. For those statements, the Partnership claims the protection of the safe harbor for forward-looking statements contained in the Reform Act. The Partnership will not undertake and specifically declines any obligation to publicly release the result of any revisions to any forward-looking statements to reflect events or circumstances after the date of such statements or to reflect events or circumstances after anticipated or unanticipated events. In addition, it is the Partnership's policy generally not to make any specific projections as to future earnings, and the Partnership does not endorse any projections regarding future performance that may be made by third parties.

Three Months Ended March 31, 2002 Compared to Three Months Ended March 31, 2001

Volume. During the three months ended March 31, 2002, Inergy, L.P. sold 43.0 million retail gallons of propane, an increase of 20.7 million gallons, or 92%, from the 22.3 million retail gallons sold during the same three-month period in 2001. The increase in retail sales volume was principally due to the November 2001 acquisition of the Pro Gas Companies and the December 2001 acquisition of Independent Propane Company. The increases associated with these acquisitions were partially offset by weather that was approximately 9% warmer in the three months ended March 31, 2002 as compared to the same period in 2001 in the Partnership's areas of operations.

Wholesale gallon sales increased 59.3 million gallons, or 77%, to 136.6 million gallons in the three months ended March 31, 2002 from 77.3 million gallons in the same three-month period in 2001. This increase was attributable to the growth of our existing wholesale operations partially offset by a decrease due to the warmer weather in 2002 as described above.

Revenues. Revenues in the three months ended March 31, 2002 were $102.0 million, an increase of $4.0 million, or 4%, from $98.0 million of revenues in the same three-month period in 2001.

Revenues from retail propane sales were $47.6 million in the three months ended March 31, 2002, an increase of $12.0 million, or 34%, from $35.6 million for the same three-month period in 2001. This increase was attributable to the acquisitions discussed above partially offset by (i) lower selling prices due to the lower cost of propane and (ii) volume decreases at existing retail locations as a result of warmer weather in 2002 than in 2001. Other retail revenues increased approximately $1.1 million, or 32%, from $3.5 million in the three-month period ended March 31, 2001 to $4.6 million in the same three-month period in 2002. These revenues consist of transportation revenues, tank rentals, heating oil sales, appliance sales and service with the increase due to acquisitions.

Revenues from wholesale sales were $49.8 million (after elimination of sales to our retail operations) in the three months ended March 31, 2002, a decrease of $9.2 million, or 16%, from $59.0 million for the same three-month period in 2001. This decrease was attributable to decreased selling prices as a result of the lower cost of propane, partially offset by the effect of the growth of our wholesale operations.

Cost of Product Sold. Cost of product sold in the three months ended March 31, 2002 was $67.6 million, a decrease of $10.2 million, or 13%, from cost of product sold of $77.8 million in the same three month period in 2001. This decrease was attributable to a significant decrease in the average cost of propane partially offset by increases in retail and wholesale propane volumes as discussed above.

Gross Profit. Retail gross profit was $33.1 million in the three months ended March 31, 2002 compared to $16.7 million in the three months ended March 31, 2001, an increase of $16.4 million, or 98%. This increase was primarily attributable to an increase in retail gallons sold due to acquisitions. Wholesale gross profit was $1.3 million (after elimination of gross profit attributable to our retail operations) in the three months ended March 31, 2002 compared to $3.5 million in the same three-month period in 2001, a decrease of $2.2 million. This decrease was primarily attributable to a decrease in margin per gallon, partially offset by the volume increases discussed above.

Operating and Administrative Expenses. Operating and administrative expenses increased $7.5 million, or 100%, to $15.0 million in the three-month period ended March 31, 2002 as compared to $7.5 million in the same period in 2001. This increase resulted from the acquisitions discussed above and, to a lesser extent, an increase in insurance costs as a result of higher premiums and self insured retention amounts, and personnel costs associated with (i) the growth of the partnership and (ii) the completion of our initial public offering in July 2001.

Depreciation and Amortization. Depreciation and amortization increased $1.4 million, or 70%, to $3.4 million in the three months ended March 31, 2002 from $2.0 million in the same three-month period in 2001 primarily as a result of the Pro Gas and IPC acquisitions.

Interest Expense. Interest expense increased $0.1 million, or 3%, to $2.0 million in the three months ended March 31, 2002 from $1.9 million in the same period in 2001. This increase is the result of additional debt outstanding during 2002 as compared to 2001, partially offset by lower interest rates in 2002.

Net Income. Net income increased $5.1 million, or 57%, to $14.1 million in the three months ended March 31, 2002 from $9.0 million in the same three-month period in 2001. This increase in net income was attributable to the increase in gross profit partially offset by an increase in operating and administrative expenses and depreciation and amortization expenses.

EBITDA. In the three months ended March 31, 2002, income before interest, taxes, depreciation and amortization was $19.4 million compared to $12.9 million in the same period of fiscal 2001. The increase was attributable to increased sales volumes and margins per gallon partially offset by an increase in operating and administrative expenses. We define EBITDA as income before income taxes, plus interest, depreciation and amortization expense, less interest income. EBITDA should not be considered an alternative to net income, income before income taxes, cash flows from operating activities, or any other measure of financial performance calculated in accordance with generally accepted accounting principles as those items are used to measure operating performance, liquidity or ability to service debt obligations. We believe that EBITDA provides additional information for evaluating our ability to make the minimum quarterly distribution and is presented solely as a supplemental measure.

Six Months Ended March 31, 2002 Compared to Six Months Ended March 31, 2001

Volume. During the six months ended March 31, 2002, Inergy, L.P. sold 60.9 million retail gallons of propane, an increase of 26.9 million gallons, or 79%, from the 34.0 million retail gallons sold during the same six-month fiscal period in 2001. The increase in retail sales volume was principally due to the January 2001 acquisition of Hoosier Propane Group, the November 2001 acquisition of the Pro Gas Companies and the December 2001 acquisition of Independent Propane Company. The increases associated with these acquisitions were partially offset by weather that was approximately 18% warmer in the six months ended March 31, 2002 as compared to the same period in 2001 in the Partnership's areas of operations.

Wholesale gallon sales increased 69.3 million gallons, or 43%, to 231.1 million gallons in the six months ended March 31, 2002 from 161.8 million gallons in the same six-month period in 2001. This increase was attributable to the January 2001 acquisition of the Hoosier Propane Group, partially offset be a decrease due to the warmer weather in 2002 as described above.

Revenues. Revenues in the six months ended March 31, 2002 were $164.1 million, a decrease of $6.3 million, or 4%, from $170.4 million of revenues in the same six-month period in 2001.

Revenues from retail propane sales were $66.5 million in the six months ended March 31, 2002, an increase of $18.3 million, or 38%, from $48.2 million for the same six-month period in 2001. This increase was attributable to acquisition related volume, partially offset by lower selling prices of propane due to the lower cost of propane and volume decreases as a result of warmer weather in the six-month period ended March 31, 2002. Other retail revenues increased approximately $2.5 million, or 47% due primarily to acquisitions, from $5.2 million in the six-month period ended March 31, 2001 to $7.7 million in the same period in

2002. These revenues consist of transportation revenues, tank rentals, heating oil sales, appliance sales and service with the increase due to acquisitions.

Revenues from wholesale sales were $89.8 million (after elimination of sales to our retail operations) in the six months ended March 31, 2002, a decrease of $27.2 million, or 23%, from $117.0 million for the same six-month period in 2001. This decrease was attributable to decreased selling prices as a result of the lower cost of propane.

Cost of Product Sold. Cost of product sold in the six months ended March 31, 2002 was $113.8 million, a decrease of $27.6 million, or 20%, from cost of product sold of $141.4 million in the same six-month period in 2001. This decrease was attributable to a significant decrease in the average cost of propane, partially offset by an increase in both wholesale and retail propane volume as discussed above.

Gross Profit. Retail gross profit was $46.9 million in the six months ended March 31, 2002 compared to $24.3 million in the six months ended March 31, 2001, an increase of $22.6 million, or 93%. This increase was primarily attributable to an increase in retail gallons sold due to acquisitions. Wholesale gross profit was $3.4 million (after elimination of gross profit attributable to our retail operations) in the six months ended March 31, 2002 compared to $4.8 million in the same six-month period in 2001, a decrease of $1.4 million. This decrease was attributable to a decrease in margin per gallon partially offset by an increase in wholesale volumes.

Operating and Administrative Expenses. Operating and administrative expenses increased $11.8 million, or 103%, to $23.3 million in the six-month period ended March 31, 2002 as compared to $11.5 million in the same period in 2001. This increase resulted from the acquisitions discussed above and, to a lesser extent, an increase in insurance costs as a result of higher premiums and self insured retention amounts, and personnel costs associated with (i) the growth of the partnership and (ii) the completion of our initial public offering in July 2001.

Depreciation and Amortization. Depreciation and amortization increased $2.4 million, or 87%, to $5.1 million in the six months ended March 31, 2002 from $2.7 million in the same six-month period in 2001 primarily as a result of the Hoosier, Pro Gas and IPC acquisitions.

Interest Expense. Interest expense increased $0.4 million, or 13%, to $3.2 million in the six months ended March 31, 2002 as compared to the same period in 2001. This increase is the result of additional debt outstanding during 2002 as compared to 2001, partially offset by lower interest rates in 2002.

Net Income. Net income increased $6.3 million, or 52%, to $18.5 million in the six months ended March 31, 2002 from $12.2 million in the same six-month period in 2001. This increase in net income was attributable to the increase in gross profit partially offset by an increase in operating and administrative expenses, depreciation and amortization expenses.

EBITDA. In the six months ended March 31, 2002, income before interest, taxes, depreciation and amortization was $26.9 million compared to $17.8 million in the same period of fiscal 2001. The increase was primarily attributable to increased sales volumes partially offset by an increase in operating and administrative expenses.

Liquidity and Capital Resources

Cash provided by operating activities was $9.7 million in the six months ended March 31, 2002 compared to $2.6 million in the same fiscal 2001 period. The increase in cash provided by operating activities is primarily attributable to higher net income and depreciation and amortization charges in 2002 as compared to 2001,. Net income increased to $18.5 million for the six months ended March 31, 2002 from $12.2 million for the six months ended March 31, 2001 due to the effects of the acquisitions completed in fiscal 2002 and the effects of higher margins per gallon in existing operations, partially offset by the warmer weather in the 2002 period. Depreciation and amortization increased to $5.1 million in the six months ended March 31, 2002 from $2.6 million in the same fiscal 2001 period due to the effects of acquisitions. The change in operating assets and liabilities, including net liabilities from price risk management activities, required a use of cash amounting to $15.3 million in the six months ended March 31, 2002 and $13.2 million in the same fiscal 2001 period to accommodate increased business volume.

Cash used in investing activities was $88.0 million in the six months ended March 31, 2002 compared to $60.2 million in the six months ended March 31, 2001. The 2002 period included $83.6 million of cash used for acquisitions and $2.5 million used for

capital expenditures. In addition, the 2002 period included a use of $2.0 million for payment of deferred financing costs associated with the credit facilities used to finance the acquisitions. The 2001 period included $56.3 million used for acquisitions.

Cash provided by financing activities of $78.6 million in the six months ended March 31, 2002 and $59.7 million in the six months ended March 31, 2001. The 2002 period included net proceeds from long term debt of $84.4 million associated with working capital needs and borrowings and repayments related to amended credit facilities negotiated in connection with acquisitions in that period. In addition, Inergy, L.P. received cash of approximately $0.7 million in capital contributions and paid $6.5 million in distributions to unitholders in the 2002 period. The 2001 period included net proceeds from issuance of long-term debt of $44.5 million and redeemable preferred members' interest of $16.0 million.

The Partnership has received commitments for the purchase of $85 million of long-term notes, to be used to partially repay indebtedness under the bank credit facility. The Partnership expects to enter into a note purchase agreement by June 2002.

At March 31, 2002, we had goodwill of $47.1 million, representing approximately 17% of total assets. This goodwill is attributable to our acquisitions. We expect recovery of the goodwill through future cash flows associated with these acquisitions.

The Partnership paid a $0.625 per limited partner unit distribution to its unitholders in February 2002, which totaled $4.1 million. The Partnership announced that it will distribute $0.66 per limited partner unit ($2.64 annually), an increase from its previous level of $0.625 per unit on May 15, 2002 to unitholders of record May 8, 2002. This distribution of $4.4 million is the company's second full quarterly distribution and its second distribution increase since its Initial Public Offering in July of 2001. Over the last two quarters the Partnership has increased its annual rate of cash distribution by 10 percent.

The following tables summarizes the Partnership's long-term debt and operating lease obligations as of March 31, 2002 in thousands of dollars:

	Total	Less than 1 year	1-3 years	4-5 years	After 5 years
Aggregate amount of principal to be paid on the outstanding long-term debt	$142,164	$3,722	$137,559	$ 437	$446
Future minimum lease payments under noncancelable operating leases	5,196	1,611	2,425	1,044	116
Standby letters of credit	2,000	2,000			

As of September 30, 2001, total propane contracts had an outstanding fair value of $4.6 million, as compared to total propane contracts outstanding net fair value at March 31, 2002 of $4.3 million. The net change of $0.3 million includes a net decrease in fair value of $1.0 million from contracts settled during the six-month period, partially offset by an net $0.7 million increase from other changes in fair value. Of the outstanding fair value as of March 31, 2002, contracts with a maturity of less than one year totaled $3.9 million, and contracts maturing between one and two years totaled $0.4 million.

We believe that anticipated cash from operations and borrowings under our amended and restated credit facility described below will be sufficient to meet our liquidity needs for the foreseeable future. If our plans or assumptions change or are inaccurate, or we make any acquisitions, we may need to raise additional capital. We may not be able to raise additional funds or may not be able to raise such funds on favorable terms.

Description of Credit Facility

On December 20, 2001, in conjunction with the acquisition of Independent Propane Company, Inergy Propane, LLC entered into a $195 million amended and restated senior secured credit facility with its lenders. The credit facility has a term of three years and is guaranteed by Inergy, L.P. and each subsidiary of Inergy Propane, LLC. At May 1, 2002, the balance outstanding under the credit facility was $132.0 million, including none under the working capital facility.

Recent Accounting Pronouncements

In August 2001, the FASB issued SFAS No. 144, Accounting for the Impairment or Disposal of Long-Lived Assets, which addresses financial accounting and reporting for the impairment or disposal of long-lived assets and supercedes SFAS No. 121, Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of, and the accounting and reporting provisions of APB Opinion No. 30, Reporting the Results of Operations-Reporting the Effects of Disposal of a Segment of a Business, and Extraordinary, Unusual and Infrequently Occurring Events and Transactions, for a disposal of a segment of a business. SFAS No. 144 is effective for fiscal years beginning after December 15, 2001, with earlier application encouraged. The Partnership has adopted SFAS No. 144

as of December 31, 2001. The adoption of the statement has not had any impact on the Partnership's financial position and results of operations.

In June 2001, the FASB issued SFAS No. 141, Business Combinations, and SFAS No. 142, Goodwill and Other Intangible Assets. SFAS No. 141 supercedes APB Opinion No. 16, Business Combinations, and FASB Statement No. 28, Accounting for Preacquisition Contingencies of Purchased Enterprises. This statement requires accounting for all business combination using the purchase method, and changes the criteria for recognizing intangible assets apart from goodwill. This statement is effective for all business combinations initiated after June 30, 2001. SFAS No. 142 supercedes APB opinion No. 17, Intangible Assets, and addresses how purchased intangibles should be accounted for upon acquisition. The statement also addresses how goodwill and other intangible assets should be accounted for after they have been initially recognized in the financial statements. All intangibles will be subject to periodic impairment testing and will be adjusted to fair value. The Partnership has adopted SFAS No. 142 beginning in fiscal year 2002. Application of the nonamortization and impairment provisions of the statement has not significantly impacted the Partnership's financial position and results of operations.

Item 3. Quantitative and Qualitative Disclosure About Market Risk

We have long-term debt and a revolving line of credit subject to the risk of loss associated with movements in interest rates. At March 31, 2002, we had floating rate obligations totaling approximately $138.2 million for amounts borrowed under our credit agreement. These floating rate obligations expose us to the risk of increased interest expense in the event of increases in short-term interest rates. If the floating rate were to increase by 100 basis points from March 2002 levels, our combined interest expense would increase by a total of approximately $0.1 million per month.

Propane Price Risk

The propane industry is a "margin-based" business in which gross profits depend on the excess of sales prices over supply costs. As a result, our profitability will be sensitive to changes in wholesale prices of propane caused by changes in supply or other market conditions. When there are sudden and sharp increases in the wholesale cost of propane, we may not be able to pass on these increases to our customers through retail or wholesale prices. Propane is a commodity and the price we pay for it can fluctuate significantly in response to supply or other market conditions. We have no control over supply or market conditions. In addition, the timing of cost pass-throughs can significantly affect margins. Sudden and extended wholesale price increases could reduce our gross profits and could, if continued over an extended period of time, reduce demand by encouraging our retail customers to conserve or convert to alternative energy sources.

We engage in hedging transactions to reduce the effect of price volatility on our product costs and to help ensure the availability of propane during periods of short supply. We attempt to balance our contractual portfolio by purchasing volumes only when we have a matching purchase commitment from our wholesale customers. However, we may experience net unbalanced positions from time to time, which we believe to be immaterial in amount. In addition to our ongoing policy to maintain a balanced position, for accounting purposes we are required, on an ongoing basis, to track and report the market value of our purchase obligations and our sales commitments.

Trading Activities

Through our wholesale operations, we offer price risk management services to energy related businesses through a variety of financial and other instruments, including forward contracts involving physical delivery of propane. In addition, we manage our own trading portfolio using forward, physical and futures contracts. We attempt to balance our contractual portfolio in terms of notional amounts and timing of performance and delivery obligations. However, net unbalanced positions can exist or are established based on assessment of anticipated short-term needs or market conditions. The price risk management services are offered to propane retailers and other related businesses through a variety of financial and other instruments including forward contracts involving physical delivery of propane, swap agreements, which require payments to (or receipt of payments from) counterparties based on the differential between a fixed and variable price for propane, options and other contractual arrangements. We have recorded our trading activities at fair value in accordance with Emerging Issues Task Force Issue EITF No. 98-10, "Accounting for Contracts Involved in Energy Trading and Risk Management Activities." EITF No. 98-10 requires energy trading contracts to be recorded at fair value on the balance sheet, with the changes in fair value included in earnings.

Notional Amounts and Terms

The notional amounts and terms of these financial instruments as of March 31, 2002 include fixed price payor for 3.6 million barrels, and fixed price receiver for 4.2 million barrels. Notional amounts reflect the volume of the transactions, but do not represent the amounts exchanged by the parties to the financial instruments. Accordingly, notional amounts do not accurately measure our exposure to market or credit risks.

Fair Value

The fair value of the financial instruments related to price risk management activities as of March 31, 2002 was assets of $8.9 million and liabilities of $4.6 million related to propane. All intercompany transactions have been appropriately eliminated. The market prices used to value these transactions reflect management's best estimate considering various factors including closing exchange and over-the-counter quotations, time value and volatility factors underlying the commitments. The values are adjusted to reflect the potential impact of liquidating Inergy's position in an orderly manner over a reasonable period of time under present market conditions.

Market and Credit Risk

Inherent in the resulting contractual portfolio are certain business risks, including market risk and credit risk. Market risk is the risk that the value of the portfolio will change, either favorably or unfavorably, in response to changing market conditions. Credit risk is the risk of loss from nonperformance by suppliers, customers or financial counterparties to a contract. We take an active role in managing and controlling market and credit risk and have established control procedures, which are reviewed on an ongoing basis. We monitor market risk through a variety of techniques, including daily reporting of the portfolio's value to senior management. We attempt to minimize credit risk exposure through credit policies, periodic monitoring procedures and obtaining customer deposits on sales contracts. The counter-parties associated with assets from price risk management activities, as of March 31, 2002 and September 30, 2001 were energy marketers.

PART II -- OTHER INFORMATION

Item 1. Legal Proceedings
None.

Item 2. Changes in Securities and Use of Proceeds
None.

Item3. Defaults Upon Senior Securities
None.

Item 4. Submission of Matters to a Vote of Security Holders
None.

Item 5. Other Information
None.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits
None

(b) The registrant filed a Report on Form 8-K/A on March 1, 2002, which amended its Form 8-K filed January 4, 2002 and which included information under Items 2 and 7 of such form regarding the acquisition of Independent Propane Company Holdings, Inc.

SIGNATURE

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 thereunto duly authorized.

INERGY, L.P.

By: INERGY GP, LLC, Its Managing General Partner

Date: May 15, 2002

By: /s/ R. Brooks Sherman Jr.

R. Brooks Sherman Jr.
Vice President and Chief Financial Officer
(Principal Financial and Accounting Officer)