

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>First Reserve GP XI, Inc.</u> (Last) (First) (Middle) <u>C/O FIRST RESERVE</u> <u>ONE LAFAYETTE PLACE</u> (Street) <u>GREENWICH CT 06830</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ENERGY L P [NRGY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/19/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	06/19/2013		A		35,103,113	A	(1)	35,103,113	I	See Footnotes.(2)(4)
Common Units								52,000	I	See Footnotes.(3)(4)

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	Title	Amount or Number of Shares				
Subordinated Units representing limited partner interests	(5)	06/19/2013		A		4,387,889		(5)	(5)	Common Units	4,387,889	(1)	4,387,889	I	See Footnotes.(2)(4)
Contract right (right to acquire)(6)(7)	(6)(7)	06/19/2013		A		14,318,396		(6)(7)	(6)(7)	Common Units	14,318,396	(6)(7)	14,318,396	I	See Footnotes.(2)(4)

1. Name and Address of Reporting Person*
First Reserve GP XI, Inc.
 (Last) (First) (Middle)
C/O FIRST RESERVE
ONE LAFAYETTE PLACE
 (Street)
GREENWICH CT 06830
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
First Reserve GP XI, L.P.
 (Last) (First) (Middle)
C/O FIRST RESERVE
ONE LAFAYETTE PLACE
 (Street)
GREENWICH CT 06830
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MACAULAY WILLIAM E
 (Last) (First) (Middle)

C/O FIRST RESERVE
ONE LAFAYETTE PLACE

(Street)
GREENWICH CT 06830

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[FR Midstream Holdings LLC](#)

(Last) (First) (Middle)

C/O FIRST RESERVE
ONE LAFAYETTE PLACE

(Street)
GREENWICH CT 06830

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[FR XI CMP Holdings LLC](#)

(Last) (First) (Middle)

C/O FIRST RESERVE
ONE LAFAYETTE PLACE

(Street)
GREENWICH CT 06830

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Crestwood Holdings Partners, LLC](#)

(Last) (First) (Middle)

700 LOUISIANA STREET, SUITE 2060

(Street)
HOUSTON TX 77002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Crestwood Holdings II LLC](#)

(Last) (First) (Middle)

700 LOUISIANA STREET, SUITE 2060

(Street)
HOUSTON TX 77002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Crestwood Holdings LLC](#)

(Last) (First) (Middle)

700 LOUISIANA STREET, SUITE 2060

(Street)
HOUSTON TX 77002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Crestwood Gas Services Holdings LLC](#)

(Last) (First) (Middle)

700 LOUISIANA STREET, SUITE 2060

(Street)
HOUSTON TX 77002

(City) (State) (Zip)

Explanation of Responses:

1. Crestwood Gas Services Holdings LLC ("Gas Services Holdings") acquired 35,103,113 common units representing limited partner interests (the "Common Units") of Inergy, L.P. (the "Issuer") and 4,387,889 subordinated units representing limited partner interests of the Issuer (the "Subordinated Units") as consideration for its contribution to the Issuer of Crestwood Gas Services GP LLC (the "Contribution") pursuant to the terms of the Contribution Agreement, dated May 5, 2013, by and among Crestwood Holdings LLC ("Crestwood Holdings"), Gas Services Holdings, Inergy GP, LLC and the Issuer (the "Contribution Agreement").
2. These units are held directly by Gas Services Holdings.
3. These units are held directly by KA First Reserve, LLC ("KAFR") FR Midstream Holdings LLC owns a majority of the membership interests in KAFR and controls the board of managers of (KAFR).
4. Gas Services Holdings' sole member is Crestwood Holdings, whose sole member is Crestwood Holdings II LLC, whose sole member is Crestwood Holdings Partners, LLC, whose controlling member is FR XI CMP Holdings LLC, whose sole member is FR Midstream Holdings LLC, whose managing member is First Reserve GP XI, L.P., whose general partner is First Reserve GP XI, Inc. William E. Macaulay is a director of First Reserve GP XI, Inc. and has the right to appoint a majority of the board of directors of First Reserve GP XI, Inc. Crestwood Holdings and Gas Services Holdings hold all of the limited partner interests in Inergy Holdings, L.P., the sole member of Inergy GP, LLC, the general partner of the Issuer.
5. The Subordinated Units may be converted into Common Units on a one-for-one basis upon the termination of the subordination period as set forth in the Issuer's partnership agreement. The Subordinated Units have no expiration date.
6. Simultaneously with the execution of the Contribution Agreement, the Issuer, the General Partner, Crestwood Holdings, and Gas Services Holdings entered into a Follow-On Contribution Agreement dated as of May 5, 2013 (the "Follow-On Contribution Agreement"). The Follow-On Contribution Agreement permits Crestwood Holdings to contribute to the Issuer 7,137,841 of the common units of Inergy Midstream, L.P. ("NRGM") that Crestwood Holdings receives upon the consummation of the merger (the "Merger") contemplated by the Agreement and Plan of Merger dated as of May 5, 2013 (the "Merger Agreement"), among NRGM, NRGM GP, LLC, Intrepid Merger Sub, LLC, Crestwood Holdings, Crestwood Midstream Partners LP ("CMLP"), and Crestwood Gas Services GP in exchange for 14,318,396 Common Units.(Continued in footnote 7)
7. The right of Crestwood Holdings to make such contribution is conditioned on the closing of the Merger. If the Merger Agreement is terminated, Crestwood Holdings will have the right under the Follow-On Contribution Agreement to contribute to the Issuer 6,670,651 common units of CMLP in exchange for a total of 14,318,396 Common Units.

Remarks:

The Reporting Persons disclaim beneficial ownership of the securities reported on this Form 4 except to the extent of their pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of these securities for purposes of Section 16 or for any other purpose.

/s/ Michael France, Managing
Director for First Reserve GP XI, 06/19/2013
Inc.

/s/ Anne E. Gold, Attorney-in-
Fact for William E. Macaulay 06/19/2013

/s/ Michael France, Managing
Director for First Reserve GP XI, 06/19/2013
Inc. the General Partner of First
Reserve GP XI, L.P.

/s/ Michael France, Managing
Director for First Reserve GP XI,
Inc., the General Partner of First 06/19/2013
Reserve GP XI, L.P., the
Managing Member of FR
Midstream Holdings LLC

/s/ Michael France, Managing
Director for First Reserve GP XI,
Inc., the General Partner of First
Reserve GP XI, L.P., the 06/19/2013
Managing Member of FR
Midstream Holdings LLC, the
Managing Member of FR XI
CMP Holdings LLC

/s/ Kelly J. Jameson, Senior Vice
President for Crestwood Holdings 06/19/2013
Partners, LLC

/s/ Kelly J. Jameson, Senior Vice
President for Crestwood Holdings 06/19/2013
II LLC

/s/ Kelly J. Jameson, Senior Vice
President for Crestwood Holdings 06/19/2013
LLC

** 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.