## Edgar Filing: TransMontaigne Partners L.P. - Form 4

TransMonta Form 4 May 11, 20	aigne Partners L.P	2.									
									OMB A	PPROVAL	
FORM	UNITED	Washington, D.C. 20549								3235-0287	
Check t if no los subject Section Form 4	nger to <b>STATEN</b> 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated burden hou response	urs per	5
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Hammell Michael A			2. Issuer Name <b>and</b> Ticker or Trading Symbol TransMontaigne Partners L.P. [TLP]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (		<b>č</b>				(Check all applicable)				
1670 BROADWAY, SUITE 3100			(Month/Day/Year) 05/07/2015					Director       10% Owner         Officer (give title       Other (specify below)         below)       below)         EVP/General Counsel/Secretary			
			4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
DENVER,	CO 80202							Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Deriva	tive Sec	urities A	cquired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	onAcqui Dispo (Instr	osed of ( . 3, 4 an (A or	D) d 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)	
Reminder: Re	eport on a separate line	e for each cla	ss of sec	urities bene	ficially	owned	directly (	or indirectly			
Kenninger, Ke		ior cach cla			Pe inf red dis	ersons iormati quired	who res ion cont to resp	spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

## (Instr. 3) (Month/Day/Year) (Instr. 8) Acquired (A) or Price of Derivative Disposed of (D) Security (Instr. 3, 4, and 5) Code V Expiration Title (A) (D) Date Amoun Exercisable Date Number Shares Common Units Phantom 120.1377 Representing (3) (3) 05/07/2015 120.1 (1)A Units (2) Limited Partner Interest **Reporting Owners** Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other Hammell Michael A

EVP/General Counsel/Secretary

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## Signatures

**DENVER, CO 80202** 

/s/ Michael A. Hammell	05/11/2015		
<u>**</u> Signature of Reporting Person	Date		

1670 BROADWAY, SUITE 3100

## **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) Each phantom unit represents the right to receive one common unit of TransMontaigne Partners L.P. ("TLP"), or the cash value thereof.

Represents additional phantom units granted to the Reporting Person under the Amended and Restated Savings and Retention Plan (the "Plan") as a result of the quarterly distribution declared on the common units of TLP for the period ended March 31, 2015. Under the

(2) Plan, in lieu of a cash distribution in respect of phantom units, each Plan participant receives additional phantom units equal in value to the aggregate quarterly distribution allocable to the phantom units held by such participant.

Phantom units awarded under the Plan vest 50% as of the January 1 that falls closest to the second anniversary of the grant date, with the remaining 50% vesting as of the January 1 that falls closest to the third anniversary of the grant date. The phantom units are subject to earlier vesting upon achieving certain age or service thresholds as defined in the Plan. Upon vesting, phantom units may be paid out, in the sole discretion of the Plan Administrator, in cash or in common units of TLP, or a combination thereof

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.