

Western Gas Equity Partners, LP  
 Form 5  
 February 10, 2015

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
 OMB Number: 3235-0362  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person \*  
**Sinclair Donald R.**

2. Issuer Name and Ticker or Trading Symbol  
**Western Gas Equity Partners, LP [WGP]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2014**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**CEO, President & Director**

**1201 LAKE ROBBINS DRIVE**  
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting  
 (check applicable line)

**THE WOODLANDS, TX 77380**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Units representing limited partner interests	04/01/2013	Â	J4	28,118 (1) A	\$ 0 272,036	D	Â
Common Units	04/01/2013	Â	J4	28,118 D	\$ 0 0	I	By Partnership

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representing  
limited  
partner  
interests

Common  
Units

representing limited partner interests	04/01/2013	Â	J4	<u>16,380</u> (1)	A	\$ 0	31,380	I	By Trust
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Common  
Units

representing limited partner interests	04/01/2013	Â	J4	16,380	D	\$ 0	0	I	By Partnership
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Common  
Units

representing limited partner interests	04/01/2013	Â	G	501 (1)	D	\$ 0	0	I	By Partnership
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Common  
Units

representing limited partner interests	04/01/2013	Â	G	501	A	\$ 0	501	I	By Child
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Common  
Units

representing limited partner interests	04/01/2013	Â	G	501	D	\$ 0	0	I	By Partnership
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 2270  
(9-02)

**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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of of D B O E Is
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of (D)  
(Instr. 3,  
4, and 5)

(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sinclair Donald R. 1201 LAKE ROBBINS DRIVE THE WOODLANDS, TX 77380	X		CEO, President & Director	

## Signatures

/s/ Gaye A. Wilkerson by power of atty. for Donald R. Sinclair	02/10/2015
**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).

The above changes in the reporting person's holdings reflect the dissolution of a family limited partnership on April 1, 2013 and the (1) immediate transfer of such units held by such partnership to direct or trust holdings, as well the gifting of 501 units to a non-insider on April 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.