

Osterman Vincent J  
 Form 3  
 October 13, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Å Osterman Vincent J

(Last) (First) (Middle)

ONE MEMORIAL SQUARE,  
 P.O. BOX 67

(Street)

WHITINSVILLE, Å MA Å 01588

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/03/2011

3. Issuer Name and Ticker or Trading Symbol  
 NGL Energy Partners LP [NGL]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner

Officer  Other

(give title below) (specify below)

President, E. Retail Ops.

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5)        |
|---------------------------------|---|--|--|
| Common Units                    | 155,150   | I  | By AO Energy, Inc. <sup>(1)</sup>                            |
| Common Units                    | 394,350   | I  | By E. Osterman, Inc. <sup>(1)</sup>                          |
| Common Units                    | 301,700   | I  | By E. Osterman Gas Service, Inc. <sup>(1) (2)</sup>          |
| Common Units                    | 669,300   | I  | By E. Osterman Propane, Inc.                                 |
| Common Units                    | 782,600   | I  | By Milford Propane, Inc. <sup>(1) (2)</sup>                  |
| Common Units                    | 1,445,850   | I  | By Osterman Propane, Inc. <sup>(1) (3)</sup>                 |
| Common Units                    | 36,450  | I  | By Propane Gas, Inc. through Propane Gas, LLC <sup>(1)</sup> |
| Common Units                    | 214,600   | I  | By Saveway Propane Gas Service, Inc. <sup>(1)</sup>          |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   |  |  |   |
|   |  | Title  | Amount or<br>Number of<br>Shares                                   |  |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| Osterman Vincent J<br>ONE MEMORIAL SQUARE, P.O. BOX 67<br>WHITINSVILLE, MA 01588     | X             | X         | President,<br>E. Retail Ops. |       |
| Osterman Propane, Inc.<br>ONE MEMORIAL SQUARE, P.O. BOX 67<br>WHITINSVILLE, MA 01588 |               | X         |                              |       |

## Signatures

/s/ Vincent J. Osterman                      10/13/2011  
 \_\_Signature of Reporting Person                      Date

/s/ Vincent J. Osterman,  
 President    10/13/2011  
 \_\_Signature of Reporting Person                      Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) Vincent J. Osterman may be deemed to have shared voting or investment power over these securities. Mr. Osterman disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or any other purpose.

(2) Mr. Osterman holds no equity interest in this entity.

(3) These securities are held directly by Osterman Propane, Inc. Osterman Propane, Inc. disclaims beneficial ownership of all other securities included in this report except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or any other purpose.

^  
**Remarks:**

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Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.  
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