

Tallgrass Energy Partners, LP
 Form 5
 February 18, 2015

FORM 5

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

OMB APPROVAL

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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 *
Bullock Richard L

 (Last) (First) (Middle)

 4200 W. 115TH STREET, SUITE 350

 (Street)

2. Issuer Name and Ticker or Trading Symbol
Tallgrass Energy Partners, LP [TEP]

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

5. Relationship of Reporting Person(s) to Issuer

 (Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
 See remarks

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

6. Individual or Joint/Group Reporting

 (check applicable line)

LEAWOOD, KS 66211

 (City) (State) (Zip)

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

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	11/14/2014	^	L	44 ⁽¹⁾ A	\$ 42.83 32,126 ⁽²⁾	D	^
Common Units	08/14/2014	^	L	42 ⁽¹⁾ A	\$ 40.8 32,126 ⁽²⁾	D	^

representing
limited
partner
interests

Common
Units

representing limited partner interests 05/14/2014 Â L 40 ⁽¹⁾ A \$ 36.74 32,126 ⁽²⁾ D Â

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

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(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 of (D) (Instr. 3, 4, and 5)	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 D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bullock Richard L 4200 W. 115TH STREET, SUITE 350 LEAWOOD, KS 66211	Â	Â	Â	See remarks Â

Signatures

/s/ Christopher R. Jones,
attorney-in-fact 02/18/2015

**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).
- (1) The Common Units representing limited partner interests that were acquired as reported herein were purchased as a result of an automatic dividend reinvestment feature contained in the Reporting Person's brokerage account.

Includes 27,500 unvested Equity Participation Units (the "EPUs"). One-third of the EPUs vest on the later to occur of the date that the Pony Express Crude Oil Pipeline is initially placed into commercial service by Tallgrass Pony Express Pipeline, LLC (the "In-Service Date") or May 13, 2015. The remaining two-thirds of the EPUs vest on the later to occur of the In-Service Date or May 13, 2017. The Tallgrass Pony Express Pipeline was placed into commercial service in October 2014.
- (2)

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Remarks:

ViceÂ President,Â HumanÂ Resources,Â TaxÂ andÂ RiskÂ Management

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.