

NGL Energy Partners LP  
 Form 3  
 May 11, 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 * |         | 2. Date of Event Requiring Statement                        | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Hicks Oils & Hicksgas, Inc                |         | (Month/Day/Year)  | NGL Energy Partners LP [NGL]                       |  |
| (Last)                                    | (First) | (Middle)  | 05/11/2011   |  |
| 204 N. ROUTE 54                           |         | 4. Relationship of Reporting Person(s) to Issuer            |  | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         | (Check all applicable)                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| ROBERTS, IL 60962                         |         | ____ Director <input checked="" type="checkbox"/> 10% Owner |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City)                                    | (State) | (Zip)   | ____ Officer    ____ Other                         |  |
|   |         | (give title below)  |  | (specify below)  |
|   |         |   |  | ____ Form filed by More than One Reporting Person                      |

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

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Units                       | 1,905,405  | D   | H  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

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

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|                               |              |              | Shares       | (1)<br>(Instr. 5)       |     |
|-------------------------------|--------------|--------------|--------------|-------------------------|-----|
| Subordinated Units <u>(1)</u> | ∧ <u>(1)</u> | ∧ <u>(1)</u> | Common Units | 2,249,352 \$ <u>(1)</u> | D ∧ |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Hicks Oils & Hicksgas, Inc<br>204 N. ROUTE 54<br>ROBERTS, IL 60962 | ∧             | ∧ X       | ∧       | ∧     |

## Signatures

/s/ Todd M. Coady,                          05/11/2011  
 President

    Signature of Reporting                          Date  
 Person

## 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).
- The Subordinated Units have no expiration date and will convert on a one-for-one basis into Common Units at the end of the  
 (1) subordination period, as described in the Issuer's Registration Statement on Form S-1, as amended (File No. 333-172186), and as set forth  
 in the Issuer's Second Amended and Restated Agreement of Limited Partnership.

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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