

Slifka Richard
Form 4
March 10, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Slifka Richard

(Last) (First) (Middle)

C/O GLOBAL PARTNERS LP, 800 SOUTH STREET

(Street)

WALTHAM, MA 02454

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLOBAL PARTNERS LP [GLP]

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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 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)		
			Code	V	Amount	(A) or (D)	Price		
Common units representing limited partner interests	02/16/2011		M		1,723,196	A	(1) 1,725,463	I	See note (2)
Common units representing limited partner interests	02/16/2011		M		2,344,992	A	(3) 2,348,078	I	See note (4)

Edgar Filing: Slifka Richard - Form 4

Common units representing limited partner interests	02/16/2011	M	8,464	A	<u>(5)</u>	8,475	I	See note <u>(6)</u>
Common units representing limited partner interests	02/16/2011	M	120,356	A	<u>(7)</u>	120,356	I	See note <u>(8)</u>
Common units representing limited partner interests	02/16/2011	M	300,000	A	<u>(9)</u>	300,000	I	See note <u>(10)</u>

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 1474
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Subordinated units representing limited partner interests	<u>(11)</u>	02/16/2011		<u>M</u> ⁽¹⁾	1,723,196	<u>(13)</u> <u>(12)</u>	Common units representing limited partner interests
Subordinated units representing limited partner interests	<u>(11)</u>	02/16/2011		<u>M</u> ⁽³⁾	2,344,992	<u>(13)</u> <u>(12)</u>	Common units representing limited partner interests

Subordinated units representing limited partner interests	(11)	02/16/2011	M ⁽⁵⁾	8,464	(13)	(12)	Common units representing limited partner interests
Subordinated units representing limited partner interests	(11)	02/16/2011	M ⁽⁷⁾	120,356	(13)	(12)	Common units representing limited partner interests
Subordinated units representing limited partner interests	(11)	02/16/2011	M ⁽⁹⁾	300,000	(13)	(12)	Common units representing limited partner interests

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Slifka Richard C/O GLOBAL PARTNERS LP 800 SOUTH STREET WALTHAM, MA 02454	X	X		

Signatures

Edward J. Faneuil, Attorney-in-Fact for Richard Slifka

03/09/2011

__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) 1,723,196 Subordinated Units held by Global Petroleum Corp. converted into an equal number of Common Units on February 16, 2011, pursuant to the terms of the Issuer's Third Amended and Restated Agreement of Limited Partnership dated as of December 9, 2009.
- (2) Richard Slifka and Alfred A. Slifka are equal indirect beneficial owners of the Common Units held by Global Petroleum Corp.
- (3) 2,344,992 Subordinated Units held by Montello Oil Corporation converted into an equal number of Common Units on February 16, 2011, pursuant to the terms of the Issuer's Third Amended and Restated Agreement of Limited Partnership dated as of December 9, 2009.
- (4) Richard Slifka and Alfred A. Slifka are equal indirect beneficial owners of the Common Units held by Montello Oil Corporation.
- (5) 8,464 Subordinated Units held by Sandwich Terminal, L.L.C. converted into an equal number of Common Units on February 16, 2011, pursuant to the terms of the Issuer's Third Amended and Restated Agreement of Limited Partnership dated as of December 9, 2009.
- (6) Richard Slifka and Alfred A. Slifka are equal indirect beneficial owners of the Common Units held by Sandwich Terminal, L.L.C.

Edgar Filing: Slifka Richard - Form 4

- 120,356 Subordinated Units held by Chelsea Terminal Limited Partnership converted into an equal number of Common Units on
- (7) February 16, 2011, pursuant to the terms of the Issuer's Third Amended and Restated Agreement of Limited Partnership dated as of December 9, 2009.
 - (8) Richard Slifka and Alfred A. Slifka are equal indirect beneficial owners of the Common Units held by Chelsea Terminal Limited Partnership.
- 300,000 Subordinated Units held by a grantor retained annuity trust converted into an equal number of Common Units on February 16,
- (9) 2011, pursuant to the terms of the Issuer's Third Amended and Restated Agreement of Limited Partnership dated as of December 9, 2009.
 - (10) Richard Slifka is the sole trustee and indirect beneficial owner of the Common Units held by a grantor retained annuity trust.
 - (11) 1-for-1.
 - (12) None.
 - (13) Immediately.

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.