

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OKLAHOMA**

IN RE SEMGROUP ENERGY PARTNERS, L.P.,
SECURITIES LITIGATION

CASE NO. 08-MD-1989-GKF-FHM

PROOF OF CLAIM AND RELEASE FORM

I. GENERAL INSTRUCTIONS

- A. To recover as a member of the Class based on your claim in the action entitled *In re SemGroup Energy Partners, L.P., Securities Litigation*, Case No. 08-MD-1989-GKF-FHM (the "Litigation"), you must complete this Proof of Claim and Release form ("Proof of Claim"). If you fail to submit a Proof of Claim by the deadline set forth below, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed settlement of the Litigation ("Settlement"), as set forth in the Stipulation of Settlement ("Stipulation") dated May 3, 2011.
- B. Submission of this Proof of Claim, however, does not ensure that you will share in the proceeds of the Settlement Fund created in this Litigation.
- C. YOU MUST COMPLETE AND SUBMIT YOUR PROOF OF CLAIM VIA MAIL POSTMARKED NOT LATER THAN OCTOBER 15, 2011, ADDRESSED TO THE CLAIMS ADMINISTRATOR AS FOLLOWS:

SemGroup Energy Partners Securities Litigation
c/o Rust Consulting, Inc.
Claims Administrator
P.O. Box 2466
Faribault, MN 55021-9166

If you are NOT a member of the Class, as defined in the Notice of Pendency and Proposed Settlement of Class Action (the "Class Notice"), then DO NOT submit a Proof of Claim.

- D. If you are a member of the Class, you are bound by the terms of any judgment entered in the Litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

II. INSTRUCTIONS FOR CLAIMANT IDENTIFICATION SCHEDULE

- A. If you purchased or held the common units of SemGroup Energy Partners, L.P. ("SGLP") during the Class Period (*i.e.*, July 17, 2007 through and including July 17, 2008), including SGLP common units issued pursuant or traceable to the Registration Statements and Prospectuses filed with the Securities Exchange Commission in connection with SGLP's July 17, 2007 initial public offering and February 14, 2008 public offering (the "Class"), and *held the common units in your name*, you are the beneficial purchaser as well as the record purchaser. If, however, the common units were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.
- B. Use "Part I" of this form (below) entitled "Claimant Identification" to identify each owner of record ("nominee"), if different from the beneficial owner of the SGLP common units which form the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNER(S), OR THE LEGAL REPRESENTATIVE OF SUCH OWNER(S) OF THE SGLP COMMON UNITS UPON WHICH THIS CLAIM IS BASED.
- C. All joint purchasers must sign this Proof of Claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this Proof of Claim on behalf of persons or entities represented by them and their authority must accompany this Proof of Claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of your claim.

III. INSTRUCTIONS FOR SCHEDULE OF TRANSACTIONS

- A. In the space provided below, please supply all required details of your transaction(s) in SGLP common units. If you need more space, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.
- B. Please provide all of the requested information with respect to *all* of your purchases and sales of SGLP common units during the Class Period, regardless of whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.
- C. List each transaction separately and in chronological order by trade date, beginning with the earliest. Be sure to check the appropriate box in Part II, 2 to indicate if the purchase was an Initial Public Offering or a Secondary Public Offering purchase. You must accurately provide the month, day, and year of each transaction you list.
- D. Broker confirmations or other documentation of your transactions in SGLP common units should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.
- E. The requests are designed to provide the minimum amount of information necessary to process the most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may condition acceptance of the claim upon the production of additional information and/or the hiring of an accounting expert at the claimant's cost.
- F. NOTICE REGARDING ELECTRONIC FILE: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at (888) 356-0250 or visit the settlement website, www.SemGroupSecuritiesSettlement.com, to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgement of receipt and acceptance of electronically submitted data.

Reminder Checklist:

1. Please sign the Certification section of the Proof of Claim and Release on Page 4.
2. If this claim is being made on behalf of joint claimants, both must sign.
3. Remember to attach supporting documentation.
4. Do not send original stock certificates.
5. Keep a copy of your Proof of Claim and Release form and all documents submitted for your records.
6. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send the Claims Administrator your new address.

These forms and your supporting documentation must be postmarked not later than October 15, 2011.

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

PART II: SCHEDULE OF TRANSACTIONS IN SGLP COMMON UNITS

YOU MUST SUBMIT DOCUMENTATION SUPPORTING THE INFORMATION BELOW.

COMMON UNITS BEGINNING HOLDINGS

1. Number of SGLP common units held at the beginning of trading on July 17, 2007:
(If none, write "zero" or "0"; if other than zero, must be documented)

NUMBER OF UNITS

COMMON UNITS PURCHASES

2. List (in chronological order) all Purchases or Acquisitions (July 17, 2007 thru the date of filing this Claim Form, inclusive) and check the box to the right of the each transaction to indicate if Initial Public Offering ("IPO") or Secondary Public Offering ("SPO") purchase of SGLP common units:

No.	Date(s) of Purchase (List Chronologically) Month/Day/Year	Number of Common Units Purchased or Acquired	Purchase or Acquisition Price Per Common Unit	Total Amount Paid (excluding Commissions, Taxes & Fees)	Purchase Type	
					IPO	SPO
1	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>

IMPORTANT: Identify by number listed above all purchases in which you covered a "short sale":

COMMON UNITS SALES

3. List (in chronological order) all Sales (July 17, 2007 thru the date of filing this Claim Form, inclusive) of SGLP common units:

Date(s) of Sale (List Chronologically) Month/Day/Year	Number of Common Units Sold	Sale Price Per Common Unit	Total Amount Received (excluding Commissions, Taxes & Fees)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

COMMON UNITS ENDING HOLDINGS

4. Number of units of SGLP common units held at the time of filing this Claim Form:
(If none, write "zero" or "0"; if other than zero, must be documented)

NUMBER OF UNITS

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page. Copies of broker's confirmations or other documentation evidencing your transactions in SGLP common units should be attached.

YOU MUST READ AND SIGN THE RELEASE ON PAGE 4. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.



PART III: SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

1. I (We) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Class Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of Oklahoma with respect to my (our) claim as a Class Member(s) and for purposes of enforcing the release set forth herein and any Judgment which may be entered in the Litigation. I (We) further acknowledge that I (we) am (are) bound by and subject to the terms of any Judgment that may be entered in the Litigation.
2. I (We) agree to furnish additional information to the Claims Administrator to support this claim if required to do so.

PART IV: DEFINITIONS AND RELEASE

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever release, relinquish, and discharge all "Released Claims" against the "Released Persons," including "Unknown Claims," as defined below.
 - (a) "Dismissed Defendants" means each and all of the persons who have been dismissed from the Litigation.
 - (b) "Released Claims" means all claims and causes of action against the Released Persons of every nature and description (including "Unknown Claims" as defined below), whether known or unknown, whether arising under federal, state, common, civil, or foreign law, whether brought directly or derivatively, that Lead Plaintiff or any member of the Class asserted in the Litigation or could have asserted in the Litigation, which arise out of or are based upon any allegations, transactions, facts, matters, or occurrences, representations, or omissions involved, set forth, or referred to in the Complaint or which relate to the purchase, holding, or acquisition of SGLP common units during the Class Period.
 - (c) "Released Persons" mean each and all of the Settling Defendants and their Related Parties and each and all of the Dismissed Defendants and their Related Parties.
 - (d) "Related Parties" means, with respect to each Settling Defendant and Dismissed Defendant: (1) the immediate family members, heirs, executors, administrators, successors, assigns, present and former employees, officers, directors, managers, attorneys, legal representatives, insurers, re-insurers, and agents of each of them; (2) any person or entity that is or was related to or affiliated with any Settling Defendant or Dismissed Defendant or in which any Settling Defendant or Dismissed Defendant has or had a controlling interest and the present and former parents, subsidiaries, divisions, affiliates, predecessors, successors, employees, officers, directors, managers, attorneys, assigns, and agents of each of them; and (3) the present and former employees, officers, directors, attorneys, assigns, and agents of any of the foregoing.
 - (e) "Unknown Claims" means all Released Claims that the Lead Plaintiff or any Class Member does not know or suspect to exist in his, her, or its favor against the Released Persons as of the Effective Date and any Settled Defendants' Claims that any of the Settling Defendants and their Related Parties does not know or expect to exist in his, her or its favor against Lead Plaintiff, any Class Members, or their attorneys as of the Effective Date, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to the Settlement. With respect to any and all Released Claims and Settled Defendants' Claims, the Settling Parties stipulate and agree that, upon the Effective Date, the Lead Plaintiff and the Defendants shall expressly waive, and each of the Class Members and the Related Parties shall be deemed to have waived, and by operation of the Judgment shall expressly have waived, the provisions, rights, and benefits of California Civil Code section 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Lead Plaintiff and the Settling Defendants shall expressly waive and each of the Class Members and the Related Parties shall be deemed to have waived, and by operation of the Judgment shall have expressly waived, any and all provisions, rights, and benefits conferred by any law (including without limitation any principle of common law) of the United States, or any other jurisdiction, which is similar, comparable, or equivalent to California Civil Code section 1542. The Lead Plaintiff, each Class Member, each Settling Defendant, and each Related Party may hereafter discover facts in addition to or different from those that he, she, or it now knows or believes to be true with respect to the subject matter of the Released Claims, but the Lead Plaintiff and each Settling Defendant shall expressly fully, finally, and forever settle and release, and each Class Member and each Related Party, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released, any and all Released Claims and Settled Defendants' Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, that now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, intentional, with or without malice, or a breach of any duty, law, or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Lead Plaintiff and the Settling Defendants acknowledge, and the Class Members and Related Parties shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the Settlement of which this release is a part.



PART V: REPRESENTATIONS

1. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
2. I (We) hereby warrant and represent that I (we) have included information about all of my (our) purchases and sales transactions in SGLP common units which occurred from July 17, 2007 through and including the date of filing of this Claim Form, and the number of SGLP common units held by me (us) as of the date of filing this Claim Form.
3. I (We) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

I declare under penalty of perjury under the laws of the State of Oklahoma and the United States of America that the foregoing information supplied by the undersigned is true and correct and that this Proof of Claim and Release form was executed

this _____ day of _____, 20____ in _____, _____.
(City) (State/Country)

Signature of Claimant

(Type or print name of Claimant)

Signature of Joint Claimant, if any

(Type or print name of Joint Claimant, if any)

Signature of person signing on behalf of Claimant

(Type or print name of person signing on behalf of Claimant)

Capacity of person signing on behalf of Claimant, if other than an individual (e.g., Administrator, Executor, Trustee, President, Custodian, Power of Attorney, etc.)

