

Edgar Filing: Navios Maritime Midstream Partners LP - Form SC 13G

Navios Maritime Midstream Partners LP  
Form SC 13G  
December 10, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13G  
Under the Securities and Exchange Act of 1934

Navios Maritime Midstream Partners LP

-----  
(Name of Issuer)

Common Units Representing Limited Partner Interests

-----  
(Title of Class of Securities)

Y62134104

-----  
(CUSIP Number)

November 30, 2014

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1 (b)
- Rule 13d-1 (c)
- Rule 13d-1 (d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes.)

CUSIP NO. Y62134104 13G

1 Name of Reporting Person / IRS Identification Number:  
Piper Jaffray Companies / 30-0168701

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2 Check the Appropriate Box if a Member of a Group (a) [ ]  
(b) [ ]

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3 SEC Use Only  
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240.13d-1(b)(ii)(G). (Note: See Item 7).

- Item 4      Ownership
- (a)    Amount Beneficially Owned:  
          Advisory Research, Inc.      1,400,000 Shares
- (b)    Percent of Class                      15%
- (c)    Number of common units as to which reporting person has:
- (i)     Sole Voting Power                      0                      Shares
  - (ii)    Shared Voting Power                      1,400,000      Shares
  - (iii)   Sole Dispositive Power                      0                      Shares
  - (iv)    Shared Dispositive Power                      1,400,000      Shares

Advisory Research acts as an investment adviser to certain investment companies registered under the Investment Company Act of 1940. ARI by virtue of investment advisory agreements with these investment companies, has all investment and voting power over the common units owned of record by these investment companies. However, despite their delegation of investment and voting power to ARI, these investment companies may be deemed to be the beneficial owners under Rule 13d-3 of the Act, of the common units they own of record because they have the right to acquire investment and voting power through termination of their investment advisory agreement with ARI. Thus, ARI has reported that it shares voting power and dispositive power over the common units owned of record by these investment companies.

- Item 5      Ownership of Five Percent or Less of a Class:  
          Not Applicable.

- Item 6      Ownership of More than Five Percent on Behalf of Another Person: The Investment Companies ARI manages have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the common units held in their respective accounts. Except for the Nuveen Energy MLP Total Return Fund and the Fiduciary/Claymore MLP Opportunity Fund, no Investment Companies' interest exceeds 5% of the class of securities.

- Item 7      Identification and Classification of the Subsidiary Which Acquired the Security being Reported on by the Parent Holding Company:

See attached Exhibit A.

- Item 8      Identification and Classification if Members of the Group: Not Applicable

- Item 9      Notice of Dissolution of Group: Not Applicable

- Item 10     Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of such securities and were not acquired and are

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not held in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

12/10/2014  
-----  
Date

Piper Jaffray Companies  
  
By /s/ Christopher D. Crawshaw  
-----  
Signature

Christopher D. Crawshaw  
Head of Asset Management  
-----  
Name/Title

Advisory Research, Inc.  
  
By /s/ Christopher D. Crawshaw  
-----  
Signature

Christopher D. Crawshaw  
President, Chief Executive Officer  
-----  
Name/Title

JOINT FILING AGREEMENT

The undersigned persons, on December 10, 2014, agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of the Common Units of Navios Maritime Midstream Partners LP at November 30, 2014.

Piper Jaffray Companies  
  
By /s/ Christopher D. Crawshaw  
-----  
Signature

Christopher D. Crawshaw  
Head of Asset Management  
-----  
Name/Title

Advisory Research, Inc.  
  
By /s/ Christopher D. Crawshaw  
-----

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Signature

Christopher D. Crawshaw  
President, Chief Executive Officer

-----  
Name/Title

EXHIBIT A

Pursuant to the instructions in Item 7 of Schedule 13G, Advisory Research, Inc. ("ARI"), 180 N. Stetson, Chicago, IL 60601, a wholly-owned subsidiary of Piper Jaffray Companies and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940, is the beneficial owner of 1,400,000 common units or 15% of the Common Units outstanding of Navios Maritime Midstream Partners LP ("the Company") as a result of acting as investment adviser to various clients.

Piper Jaffray Companies may be deemed to be the beneficial owner of these 1,400,000 common units through control of ARI. However, Piper Jaffray Companies disclaims beneficial ownership of such common units. In addition, the filing of this Schedule 13G shall not be construed as an admission that the reporting person or any of its affiliates is the beneficial owner of any securities covered by this Schedule 13G for any other purposes than Section 13(d) of the Securities Exchange Act of 1934.