

PLAINS ALL AMERICAN PIPELINE LP  
Form 8-K  
September 25, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **September 25, 2015**

**Plains All American Pipeline, L.P.**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction of  
incorporation)

**1-14569**  
(Commission File Number)

**76-0582150**  
(IRS Employer Identification No.)

**333 Clay Street, Suite 1600, Houston, Texas 77002**

(Address of principal executive offices) (Zip Code)

**713-646-4100**

(Registrant's telephone number, including area code)

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01.**

**Other Events.**

On September 25, 2015, Plains All American Pipeline, L.P. (the Registrant ) and PAA Finance Corp. filed two shelf registration statements with the Securities and Exchange Commission (the SEC ). These registration statements were filed to replace existing shelf registration statements that expire within the next 30 days. The shelf registration statements include an automatically effective registration statement on Form S-3 (File No. 333-207139) (the Form S-3ASR ) that covers the offer and sale, from time to time in the future, of an unlimited amount of debt and equity securities. The other shelf registration statement on Form S-3 (File No. 333-207140) (the Form S-3 ) will cover, after it has been declared effective by the SEC, the offer and sale, from time to time in the future, of up to \$2.0 billion in debt and equity securities. These shelf registration statements will enable the Registrant to opportunistically access the capital markets in the future. The Registrant has no immediate plans to use the shelf registration statements for any specific financing.

The securities included under the Form S-3 may not be sold, nor may offers to buy such securities be accepted, prior to the time that the Form S-3 is declared effective by the SEC. The information contained in this Form 8-K does not constitute an offer to sell or the solicitation of an offer to buy securities. Any offer of the securities made pursuant to the Form S-3ASR or the Form S-3 will be made solely by means of the prospectus included in such registration statement and a prospectus supplement relating to that offering.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PLAINS ALL AMERICAN PIPELINE, L.P.

Date: September 25, 2015

By: PAA GP LLC, its general partner

By: Plains AAP, L.P., its sole member

By: Plains All American GP LLC, its general partner

By: /S/ Richard McGee  
Name: Richard McGee  
Title: Executive Vice President