

Columbia Pipeline Partners LP
Form 3
February 22, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting
Person *
Â TRANSCANADA CORP
(Last) (First) (Middle)

2. Date of Event Requiring
Statement
(Month/Day/Year)
07/01/2016

3. Issuer Name and Ticker or Trading Symbol
Columbia Pipeline Partners LP [CPPL]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (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

450 - 1ST STREET S.W.,Â
(Street)

CALGARY
ALBERTA,Â A0Â T2P 5H1
(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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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
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Expiration
Exercisable Date

Title Amount or
Number of
Shares

Subordinated units (limited partner interests)	Â (2)	Â (2)	Common units (limited partner interests)	46,811,398	\$ (2)	I	By its subsidiary (1)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TRANSCANADA CORP 450 - 1ST STREET S.W. CALGARY ALBERTA, Â A0Â T2P 5H1	Â X	Â X	Â	Â
TransCanada PipeLine USA Ltd. 700 LOUISIANA STREET SUITE 700 HOUSTON, Â TXÂ 77002	Â X	Â X	Â	Â
TRANSCANADA PIPELINES LTD 450 -1ST STREET SW P O BOX 1000 STATION M CALGARY ALBERTA, Â A0Â T2P 5H1	Â X	Â X	Â	Â

Signatures

/s/Christine R. Johnston, Corporate Secretary of TransCanada Corp	02/22/2017
__Signature of Reporting Person	Date
/s/Christine R. Johnston, Corporate Secretary of TransCanada Pipelines Ltd.	02/22/2017
__Signature of Reporting Person	Date
/s/Jon A. Dobson, Corporate Secretary of TransCanada PipeLine USA Ltd.	02/22/2017
__Signature of Reporting Person	Date

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).
- (1) This Form 3 is being filed jointly by TransCanada PipeLine USA Ltd. ("TransCanada USA"), TransCanada PipeLines Limited ("TPL") and TransCanada Corporation ("TransCanada"). The subordinated units are owned directly by Columbia Energy Group, a wholly owned subsidiary of Columbia Pipeline Group, Inc. ("CPG"). TransCanada USA wholly owns CPG; TPL wholly owns TransCanada USA; TransCanada wholly owns TPL. CPG became a wholly owned subsidiary of TransCanada USA through a merger between CPG and a wholly owned subsidiary of TransCanada USA that became effective on July 1, 2016, as described in CPG's Current Report on Form 8-K dated July 1, 2016.
- (2) Each subordinated unit will convert into one common unit at the end of the subordination period described in the Registration Statement on Form S-1 (File No. 333-198990) of Columbia Pipeline Partners LP ("CPPL"). The subordinated units have no expiration date.

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Remarks:

CPGÂ hasÂ theÂ rightÂ toÂ appointÂ allÂ ofÂ theÂ directorsÂ ofÂ theÂ BoardÂ ofÂ DirectorsÂ ofÂ CPPÂ GPÂ LLC,Â t

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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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