PLAINS GP HOLDINGS LP

Form 3

October 15, 2013

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

response...

OMB 3235-0104 Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

January 31, Expires:

Estimated average burden hours per

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

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PLAINS GP HOLDINGS LP [PAGP] DUCKETT W DAVID (Month/Day/Year) 10/15/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 888 3RD STREET S.W., # 1400 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person CALGARY, Â A0Â T2P 5C5 (give title below) (specify below) Form filed by More than One Pres. of subsidiary-PMC ULC Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) **Limited Partner Interest** $0^{(1)}(2)$ Ι See footnote (1) (2)Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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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	5. Ownership Form of Derivative	of (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D) or Indirect	

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Shares (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DUCKETT W DAVID 888 3RD STREET S.W., # 1400	Â	Â	Pres. of subsidiary-PMC	Â		
CALGARY, A0 T2P 5C5	71	11	ULC	7 1		

Signatures

/s/ W. David
Duckett

_**Signature of
Reporting Person

10/15/2013

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).
- This Form 3 is being filed in connection with the effectiveness of the Registration Statement (the "Registration Statement") on Form S-1 (Registration No. 333-190227) of Plains GP Holdings, L.P. (the "Issuer"). As of the date of this Form 3, the Reporting Person holds an indirect ownership interest in the Issuer through his ownership in PAA Management, L.P. PAA Management, L.P. directly holds 100% of the limited partner interest in the Issuer.
- (2) The Reporting Person disclaims beneficial ownership of the reported securities, except to the extent of his pecuniary interest therein. 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.

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