

PLAINS GP HOLDINGS LP  
Form 3  
October 28, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Oxy Holding Co (Pipeline), Inc.			(Month/Day/Year)	PLAINS GP HOLDINGS LP [PAGP]	
(Last)	(First)	(Middle)	10/21/2013		
10889 WILSHIRE BOULEVARD			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		
LOS ANGELES,Â CAÂ 90024			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below)    (specify below) See remarks		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(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)
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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable    Expiration Date	Title    Amount or Number of			

				Shares		or Indirect (1) (Instr. 5)
See footnote (1)	Â (1)	Â (1)	Class A Shares	153,212,255	\$ (1)	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Oxy Holding Co (Pipeline), Inc. 10889 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	Â	Â	Â	See remarks
Occidental Transportation Holding Corp 10889 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	Â	Â	Â	See remarks
OCCIDENTAL PETROLEUM INVESTMENT CORP 10889 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	Â	Â	Â	See remarks
OCCIDENTAL PETROLEUM CORP /DE/ 10889 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	Â	Â	Â	See remarks

## Signatures

/s/ LINDA S. PETERSON, Vice President and Secretary	10/28/2013
**Signature of Reporting Person	Date
/s/ LINDA S. PETERSON, Vice President and Secretary	10/28/2013
**Signature of Reporting Person	Date
/s/ LINDA S. PETERSON, Vice President and Secretary	10/28/2013
**Signature of Reporting Person	Date
/s/ ROY PINECI, Vice President, Controller and Principal Accounting Officer	10/28/2013
**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) Oxy Holding Company (Pipeline), Inc. ("OHC") owns directly 153,212,255 Class B shares representing limited partner interests of the Issuer (the "Class B Shares"), 153,212,255 units representing limited liability company interests of the Issuer's general partner (the "GP Units") and 153,212,255 Class A units representing limited partner interests ("AAP Class A Units") in Plains AAP, L.P. ("AAP"). The limited partnership agreement of AAP provides, among other things, that each limited partner of AAP, including OHC, will have the right, at any time and from time to time, to immediately exchange its AAP Class A Units, together with a like number of Class B Shares and GP Units, for Class A shares of the Issuer (the "Class A Shares") on a one-for-one basis or, at the election of AAP, the cash value thereof.

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**Remarks:**

Vicky Sutil is a director of the general partner of the Issuer. Based on the relationship of Ms. Sutil

Oxy Holding Company (Pipeline), Inc. ("OHC"), Occidental Transportation Holding Corporation ("OTH")

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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