SHACKOULS BOBBY S
Form 4
February 14, 2019

FORM 4

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

STATEMENT OF CHANGES IN 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 APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHACKOULS BOBBY S

(Last) (First) (Middle)

333 CLAY STREET, SUITE 1600

(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PLAINS ALL AMERICAN PIPELINE LP [PAA]

3. Date of Earliest Transaction (Month/Day/Year)
01/30/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units	01/30/2019		G		1,875	D	$ 0	1,875	D	
Common Units	01/30/2019		G		1,875	A	$ 0	1,875	I	By Spouse
Common Units	01/30/2019		J(1)		5,568	A	$ 23.29	7,443	D (2)	
Common Units	01/30/2019		J(1)		5,570	A	$ 23.29	7,445	I (2)	By Spouse
Common Units								4,448	I (2)	By GRAT

Common Units		4,447	I (2)	By Spouse's GRAT

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHACKOULS BOBBY S 333 CLAY STREET, SUITE 1600 HOUSTON, TX 77002	X			

Signatures

/s/ Ann F. Gullion, as attorney-in-fact for Bobby S. Shackouls	02/14/2019
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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) On January 30, 2019, the reporting person and his spouse received 5,568 and 5,570 common units of PAA, respectively, in a distribution from their respective grantor retained annuity trusts in accordance with the terms of the GRATs. The distribution of units from the GRATs resulted in a decrease in the number of units beneficially owned indirectly through the GRATS, and a corresponding increase in the number of units beneficially owned directly and indirectly through spouse. The distribution of units from the GRATs constitutes a change in form of beneficial ownership, which is exempt under Rule 16a-13 of the Exchange Act.

(2) All units owned by the reporting person and his spouse and their respective GRATs, including the units received from the GRATs as described in footnote 1, were subsequently contributed to newly-created GRATs and are now beneficially owned indirectly as follows: 11,891 units are beneficially owned indirectly through the reporting person's 2019 GRAT, and 11,892 units are beneficially owned indirectly through the 2019 GRAT of the reporting person's spouse. The contributions of units to the 2019 GRATs are also exempt under Rule 16a-13 of the Exchange Act.

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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