

SemGroup Corp
Form SC TO-C
October 24, 2011

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

**SCHEDULE TO
Tender Offer Statement Under Section 14(d)(1) or 13(e)(1) of
the Securities Exchange Act of 1934**

SEMGROUP CORPORATION

(Name of Subject Company)

PLAINS ALL AMERICAN PIPELINE, L.P.

(Names of Filing Persons Offeror)

Class A Common Stock, par value \$0.01

(Title of Class of Securities)

81663A 105

(Cusip Number of Class of Securities)

Tim Moore

Vice President

333 Clay Street, Suite 1600

Houston, Texas 77002

(713) 646-4100

*(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications on Behalf of Filing Persons)*

Copies to:

Jeffery B. Floyd

D. Alan Beck, Jr.

Vinson & Elkins L.L.P.

First City Tower

1001 Fannin Street, Suite 2500

Houston, Texas 77002

(713) 758-2222

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

third-party tender offer subject to Rule 14d-1.

issuer tender offer subject to Rule 13e-4.

going-private transaction subject to Rule 13e-3.

amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer.

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated October 24, 2011.