

Columbia Pipeline Partners LP
 Form 3
 February 22, 2017

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)

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|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â TRANSCANADA CORP</p> <p>(Last) (First) (Middle)</p> <p>450 - 1ST STREET S.W.,Â</p> <p>(Street)</p> <p>CALGARY</p> <p>ALBERTA,Â A0Â T2P 5H1</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/01/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Columbia Pipeline Partners LP [CPPL]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|--------------------------------------------|------------------------------------------------------------------|-----------------------------------------------------------------------------|------------------------------------------------------------------|
| <p>1. Title of Security (Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned (Instr. 4)</p> | <p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|--------------------------------------------|------------------------------------------------------------------|-----------------------------------------------------------------------------|------------------------------------------------------------------|

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)

| | | | | | |
|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| <p>1. Title of Derivative Security (Instr. 4)</p> | <p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p> | <p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of Shares</p> | <p>4. Conversion or Exercise Price of Derivative Security</p> | <p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</p> | <p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------------------|

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

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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