



Plains GP Holdings, L.P. Announces Pricing of Secondary Public Offering of Class A Shares

Plains GP Holdings, L.P. (NYSE:[PAGP](#)) today announced the pricing of a secondary public offering of 60,000,000 Class A shares representing limited partner interests owned by Oxy Holding Company (Pipeline), Inc. at \$25.00 per Class A share. The selling shareholder has granted the underwriters a 30-day option to purchase up to 9,000,000 additional Class A shares. PAGP will not receive any of the proceeds from the offering. The offering is expected to close on November 17, 2014, subject to the satisfaction of customary closing conditions.

J.P. Morgan, Citigroup, Goldman, Sachs & Co., BofA Merrill Lynch and Morgan Stanley are acting as joint book-running managers of the offering.

The Class A shares were offered and sold pursuant to an effective registration statement on Form S-3 previously filed with the Securities and Exchange Commission, and only by means of the prospectus included therein. When available, copies of the prospectus relating to the offering may be obtained from the underwriters as follows:

J.P. Morgan via Broadridge Financial Solutions 1155 Long Island Avenue Edgewood, New York 11717 Telephone: (866) 803-9204	Citigroup c/o Broadridge Financial Solutions 1155 Long Island Avenue Edgewood, New York 11717 Telephone: (800) 831-9146
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Goldman, Sachs & Co. Attn: Prospectus Department 200 West Street New York, NY 10282 Telephone: 866-471-2526 prospectus-ny@ny.email.gs.com	BofA Merrill Lynch Attn: Prospectus Department 222 Broadway New York, New York 10038 dg.prospectus_requests@baml.com
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Morgan Stanley
Attn: Prospectus Department
180 Varick Street, 2nd Floor
New York, New York 10014

This news release does not constitute an offer to sell or a solicitation of an offer to buy the securities described herein, nor shall there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

PAGP is a publicly traded entity that owns an interest in the general partner and incentive distribution rights of Plains All American Pipeline, L.P., one of the largest energy infrastructure and logistics companies in North America. PAGP is headquartered in Houston, Texas.

Plains GP Holdings
Brett Magill, (866) 809-1291
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