

Regency Energy Partners LP
Form 8-K
June 30, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 30, 2014 (June 27, 2014)

REGENCY ENERGY PARTNERS LP

(Exact name of registrant as specified in its charter)

Delaware
(State or other Jurisdiction
of Incorporation)

001-35262
(Commission
File Number)

16-1731691
(I.R.S. Employer
Identification Number)

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2001 Bryan Street, Suite 3700

Dallas, Texas
(Address of principal executive offices)

75201
(Zip Code)

Registrant's telephone number, including area code: (214) 750-1771

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On June 27, 2014, Regency Energy Partners LP (the Partnership) issued a press release announcing that the Partnership and Eagle Rock Energy Partners, L.P. (Eagle Rock) received confirmation that the Federal Trade Commission (the FTC) voted to close its investigation into the previously announced approximately \$1.3 billion acquisition by the Partnership of Eagle Rock 's midstream business. This satisfies the final regulatory approval required for closing. As a result, the Partnership and Eagle Rock intend to close the transaction effective 12:01 a.m. July 1, 2014.

A full copy of the press release is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
Exhibit 99.1	Regency Energy Partners LP Press Release dated June 27, 2014.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

REGENCY ENERGY PARTNERS LP

By: Regency GP LP, its general partner

By: Regency GP LLC, its general partner

Date: June 30, 2014

By: /s/ Thomas E. Long

Thomas E. Long

Executive Vice President and Chief Financial
Officer

EXHIBIT INDEX

Exhibit Number	Description
Exhibit 99.1	Regency Energy Partners LP Press Release dated June 27, 2014.