

Tallgrass Energy Partners, LP
Form 425
May 03, 2018

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): May 3, 2018

Tallgrass Energy Partners, LP
(Exact name of registrant as specified in its charter)
Delaware 001-35917 46-1972941
(State or Other Jurisdiction of (Commission File
Incorporation or Organization) Number) (I.R.S. Employer Identification No.)

4200 W. 115th Street, Suite 350 66211
Leawood, Kansas
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (913) 928-6060

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:

- ☒ 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Act of 1934 (17 CFR 240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02. Results of Operations and Financial Condition.

On May 3, 2018, Tallgrass Energy Partners, LP ("TEP") and Tallgrass Energy GP, LP ("TEGP") issued a joint press release announcing first quarter 2018 earnings. A copy of the press release is attached hereto, furnished as Exhibit 99.1, and incorporated in this report by reference.

Item 7.01. Regulation FD Disclosure.

The financial statements of Rockies Express Pipeline LLC as of March 31, 2018 and December 31, 2017, and for the three months ended March 31, 2018 and 2017, together with management's discussion and analysis of financial condition and results of operations for Rockies Express Pipeline LLC, will be posted to the Tallgrass Energy website on May 3, 2018. Unitholders of TEP, shareholders of TEGP and other interested parties are invited to view those materials under the "Webcasts & Presentations" section of TEP's investor relations page at www.tallgrassenergy.com. In accordance with General Instruction B.2 to Form 8-K, the information provided under Item 2.02 and Item 7.01 and the information attached to this Current Report on Form 8-K as Exhibit 99.1 shall be deemed to be "furnished" and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release dated May 3, 2018

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.

TALLGRASS ENERGY
PARTNERS, LP

By: Tallgrass MLP GP, LLC
its general partner

Date: May 3, 2018 By: /s/ David G. Dehaemers, Jr.
David G. Dehaemers, Jr.
President and Chief
Executive Officer