

SemGroup Corp  
Form SC TO-C  
November 16, 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)*

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*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<br>Number | Description                            |
|-------------------|--|
| 99.1              | Press Release dated November 16, 2011. |