

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Oxy Holding Co (Pipeline), Inc.</u> (Last) (First) (Middle) 5 GREENWAY PLAZA SUITE 110 (Street) HOUSTON TX 77046 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PLAINS GP HOLDINGS LP [PAGP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See remarks
	3. Date of Earliest Transaction (Month/Day/Year) 09/23/2019	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Shares ⁽¹⁾⁽²⁾	09/23/2019		S		15,000,000	D	\$21.84	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
See footnotes ⁽¹⁾⁽²⁾	(1)	09/23/2019		C ⁽²⁾			29,977,890	(1)	(1)	Class A Shares	29,977,890	(2)	0	D	

1. Name and Address of Reporting Person*
Oxy Holding Co (Pipeline), Inc.
 (Last) (First) (Middle)
 5 GREENWAY PLAZA
 SUITE 110
 (Street)
 HOUSTON TX 77046
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Occidental Transportation Holding Corp
 (Last) (First) (Middle)
 5 GREENWAY PLAZA
 SUITE 110
 (Street)
 HOUSTON TX 77046
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
OXY USA INC
 (Last) (First) (Middle)
 5 GREENWAY PLAZA
 SUITE 110
 (Street)
 HOUSTON TX 77046
 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
OCCIDENTAL PETROLEUM CORP /DE/		
(Last)	(First)	(Middle)
5 GREENWAY PLAZA		
SUITE 110		
(Street)		
HOUSTON	TX	77046
(City)	(State)	(Zip)

Explanation of Responses:

1. Pursuant to the limited partnership agreement of Plains AAP, L.P. (AAP), each limited partner of AAP, including Oxy Holding Company (Pipeline), Inc. (OHC), has the right, at any time and from time to time, to (i) immediately exchange its Class A units representing limited partner interests of AAP (the AAP Class A Units), together with an equal number of Class B shares representing limited partner interests of the Issuer (the Class B Shares) and units representing limited liability company interests of the Issuer's general partner (the GP Units and, together with the AAP Class A Units and the Class B Shares, the Securities), for Class A shares of the Issuer (the Class A Shares) on a one-for-one basis or, at AAP's election, the cash value thereof (the Exchange Right), or (ii) cause its Securities to be redeemed for common units representing limited partner interests (the PAA Common Units) of Plains All American Pipeline LP (PAA) on a one-for-one basis (the Redemption Right).

2. On September 23, 2019, (i) immediately prior to the closing of the Issuer's secondary offering pursuant to registration statement No. 333-200596, OHC exercised the Exchange Right with respect to the Securities in exchange for 15,000,000 Class A Shares of the Issuer and (ii) immediately prior to the closing of PAA's secondary offering pursuant to registration statement No. 333-214778, OHC exercised the Redemption Right with respect to the Securities not exchanged pursuant to the Exchange Right in exchange for 14,977,890 PAA Common Units. As a result, the Reporting Persons (as defined below) no longer own any Securities.

Remarks:

Oscar K. Brown is a director of the general partner of the Issuer. Based on the relationship of Mr. Brown and the Reporting Persons (as defined below), the Reporting Persons may be deemed directors by deputization of the Issuer. OHC, Occidental Transportation Holding Corporation (OTHC) and Oxy USA Inc. (Oxy USA) are wholly owned subsidiaries of Occidental Petroleum Corporation (Occidental and, together with OHC, OTHC, and Oxy USA, the Reporting Persons). As previously disclosed, effective upon the closing of the Issuer's secondary offerings, on September 23, 2019, Mr. Brown automatically ceased to be a member of the board of directors of the Issuer's general partner.

/s/ Nicole E. Clark, Vice President and Secretary of Oxy Holding Company (Pipeline), Inc.	09/25/2019
/s/ Nicole E. Clark, Vice President and Secretary of Occidental Transportation Holding Corporation	09/25/2019
/s/ Nicole E. Clark, Vice President and Secretary of Oxy USA Inc.	09/25/2019
/s/ Nicole E. Clark, Vice President and Corporate Secretary of Occidental Petroleum Corporation	09/25/2019

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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