

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>KAFU HOLDINGS, L.P.</u> (Last) (First) (Middle) <u>1800 AVENUE OF THE STARS</u> <u>3RD FLOOR</u> (Street) <u>LOS ANGELES CA 77002</u> (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) <u>12/30/2016</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

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	12/30/2016		A		434,602	A	\$0	434,602	I	See Footnotes ⁽¹⁾⁽²⁾⁽³⁾
Class A Shares	12/30/2016		J		434,602	D	\$0	0	I	See Footnotes ⁽¹⁾⁽²⁾⁽³⁾
Class A Shares								257,624	D ⁽⁴⁾	

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
Class B Shares/Class A Units/GP Units	\$0	12/30/2016		M			434,602	(1)(2)	(1)(2)	Class A shares	434,602	\$0	24,657,834 ⁽⁵⁾	I	See Footnotes ⁽¹⁾⁽²⁾

1. Name and Address of Reporting Person* <u>KAFU HOLDINGS, L.P.</u> (Last) (First) (Middle) <u>1800 AVENUE OF THE STARS</u> <u>3RD FLOOR</u> (Street) <u>LOS ANGELES CA 77002</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>KAFU Holdings (QP), L.P.</u> (Last) (First) (Middle) <u>1800 AVENUE OF THE STARS, SUITE 300</u> (Street) <u>LOS ANGELES CA 90067</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>KAFU Holdings II, L.P.</u> (Last) (First) (Middle)

