

Columbia Pipeline Partners LP
Form 3
February 13, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â NISOURCE INC/DE

(Last) (First) (Middle)

801 E. 86TH AVENUE

(Street)

MERRILLVILLE,Â INÂ 46410

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/11/2015

3. Issuer Name **and** Ticker or Trading Symbol
Columbia Pipeline Partners LP [CPPL]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Subordinated units (limited partner interests)	Â (1)	Â (1)	Common units (limited partner interests)	46,811,398	\$ (1)	I	See footnotes (2) (3)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NISOURCE INC/DE 801 E. 86TH AVENUE MERRILLVILLE, IN 46410	Â	Â X	Â	Â
Columbia Pipeline Group, Inc. 5151 SAN FELIPE ST., SUITE 2500 HOUSTON, TX 77056	Â	Â X	Â	Â

Signatures

/s/ Robert E. Smith, Vice President and Corporate Secretary of NiSource Inc. 02/13/2015

__Signature of Reporting Person

Date

/s/ Robert E. Smith, Vice President and Corporate Secretary of Columbia Pipeline Group, Inc. 02/13/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- (1) Each subordinated unit will convert into one common unit at the end of the subordinated period described in the Registration Statement on Form S-1 (File No. 333-198990) of Columbia Pipeline Partners LP (the "Issuer"). The subordinated units have no expiration date.

- (2) In connection with the initial public offering of the Issuer's common units and pursuant to that certain Contribution, Conveyance and Assumption Agreement, by and among the Issuer, NiSource Inc. ("NiSource"), Columbia Pipeline Group, Inc. ("CPG"), Columbia Energy Group ("CEG"), and the other parties thereto, dated February 11, 2015, CEG contributed certain assets to the Issuer in exchange for 46,811,398 subordinated units representing a 46.5% limited partner interest in the Issuer.

- (3) This Form 3 is being filed jointly by NiSource and CPG. The subordinated units are owned directly by CEG. CPG directly owns 100% of outstanding common stock of CEG and NiSource directly owns 100% of the outstanding common stock of CPG. Accordingly, NiSource and CPG may be deemed to indirectly own the subordinated units of the Issuer held directly by CEG, but each disclaims beneficial ownership except to the extent of its pecuniary interest therein.

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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