

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:

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Vinson & Elkins L.L.P.

First City Tower

1001 Fannin Street, Suite 2500

Houston, Texas 77002

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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 Number | Description |
|-------------------|--|
| 99.1 | Press Release dated November 16, 2011. |