

Regency Energy Partners LP  
Form 8-K  
June 30, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 30, 2014 (June 27, 2014)**

**REGENCY ENERGY PARTNERS LP**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other Jurisdiction**  
  
**of Incorporation)**

**001-35262**  
**(Commission**  
  
**File Number)**

**16-1731691**  
**(I.R.S. Employer**  
  
**Identification Number)**

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**2001 Bryan Street, Suite 3700**

**Dallas, Texas**  
**(Address of principal executive offices)**

**75201**  
**(Zip Code)**

**Registrant's telephone number, including area code: (214) 750-1771**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On June 27, 2014, Regency Energy Partners LP (the Partnership ) issued a press release announcing that the Partnership and Eagle Rock Energy Partners, L.P. ( Eagle Rock ) received confirmation that the Federal Trade Commission (the FTC ) voted to close its investigation into the previously announced approximately \$1.3 billion acquisition by the Partnership of Eagle Rock 's midstream business. This satisfies the final regulatory approval required for closing. As a result, the Partnership and Eagle Rock intend to close the transaction effective 12:01 a.m. July 1, 2014.

A full copy of the press release is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
Exhibit 99.1	Regency Energy Partners LP Press Release dated June 27, 2014.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**REGENCY ENERGY PARTNERS LP**

By: Regency GP LP, its general partner  
By: Regency GP LLC, its general partner

Date: June 30, 2014

By: /s/ Thomas E. Long  
Thomas E. Long  
Executive Vice President and Chief Financial  
Officer

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
Exhibit 99.1	Regency Energy Partners LP Press Release dated June 27, 2014.