

MPLX LP  
Form FWP  
February 09, 2015

Filed Pursuant to Rule 433

Registration No. 333-200621

February 9, 2015

Supplementing the Preliminary

Prospectus Supplement dated September February 9, 2015

(To Prospectus dated November 26, 2014)

**MPLX LP**

Final Pricing Terms

February 9, 2015

4.000% Senior Notes due 2025

<b>Issuer:</b>	MPLX LP
<b>Net proceeds (before expenses) to the Issuer:</b>	\$494,950,000
<b>Size:</b>	\$500,000,000
<b>Maturity:</b>	February 15, 2025
<b>Coupon:</b>	4.000%
<b>Price to Public:</b>	99.640%
<b>Yield to Maturity:</b>	4.044%
<b>Spread to Benchmark Treasury:</b>	+210 bps
<b>Benchmark Treasury:</b>	2.25% due November 2024
<b>Benchmark Treasury Yield:</b>	1.944%
<b>Interest Payment Dates:</b>	February 15 and August 15, commencing August 15, 2015, to holders of record at the close of business on the preceding February 1 and August 1, respectively
<b>Make-Whole Call:</b>	T+ 35 bps (at any time before November 15, 2024)
<b>Par Call:</b>	At any time on or after November 15, 2024
<b>Settlement:</b>	T+3; February 12, 2015
<b>CUSIP/ISIN:</b>	55336 VAA8 / US55336VAA89
<b>Denominations:</b>	\$2,000 and integral multiples of \$1,000 in excess thereof
<b>Ratings:</b>	Baa3/BBB-/BBB-
<b>Joint Book-Running Managers:</b>	Barclays Capital Inc.

BNP Paribas Securities Corp.

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Goldman, Sachs & Co.

Fifth Third Securities, Inc.

PNC Capital Markets LLC

Scotia Capital (USA) Inc.

U.S. Bancorp Investments, Inc.

**Co-Managers:**

BB&T Capital Markets, a division of BB&T Securities, LLC

DNB Markets, Inc.

The Huntington Investment Company

Société Générale

SunTrust Robinson Humphrey, Inc.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus) and a prospectus supplement with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, telephone: 1-888-603-5847; BNP Paribas, 787 Seventh Avenue, New York, NY 10019, telephone: 1-800-854-5674; or Goldman, Sachs & Co., Prospectus Department, 200 West Street, New York, NY 10282, telephone: 1-866-471-2526, facsimile: 212-902-9316 or by emailing [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com).**

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