

Spectra Energy Partners, LP  
 Form 3  
 June 29, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**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 * Spectra Energy Corp. (Last) (First) (Middle)  5400 WESTHEIMER COURT (Street)  HOUSTON, TX 77056 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/26/2007	3. Issuer Name and Ticker or Trading Symbol Spectra Energy Partners, LP [SEP]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
Common Units representing limited partner interests	0	D	^

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
---	---	---	--	---	--

Edgar Filing: Spectra Energy Partners, LP - Form 3

	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Subordinated Units representing limited partner interests	Â (3)	Â (3)	Common Units 0 (1) (2) (3) \$ 0	D (1) (2) Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spectra Energy Corp. 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Capital, LLC 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Enterprises Corp. 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Transmission, LLC 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Southeast Pipeline Corp. 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Partners GP, LLC 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â
Spectra Energy Partners (DE) GP, LP 5400 WESTHEIMER COURT HOUSTON, TX 77056	Â	Â X	Â	Â

## Signatures

/s/ Patricia M. Rice, Vice President and Assistant Secretary for Spectra Energy Corp.	06/27/2007
**Signature of Reporting Person	Date
/s/ /s/ Patricia M. Rice, Vice President and Assistant Secretary for Spectra Energy Capital LLC	06/27/2007
**Signature of Reporting Person	Date
/s/ /s/ Patricia M. Rice, Vice President and Assistant Secretary for Spectra Energy Enterprises Corp.	06/27/2007
**Signature of Reporting Person	Date
/s/ /s/ Patricia M. Rice, Vice President and Assistant Secretary for Spectra Energy Transmission	06/27/2007

## Edgar Filing: Spectra Energy Partners, LP - Form 3

<u>Signature of Reporting Person</u>	Date
/s/ /s/ Patricia M. Rice, Vice President and Assistant Secretary for Spectra Energy Southeast Pipeline Corp.	06/27/2007
<u>Signature of Reporting Person</u>	Date
/s/ C. Gregory Harper, President for Spectra Energy Partners GP, LLC	06/27/2007
<u>Signature of Reporting Person</u>	Date
/s/ C. Gregory Harper, President for Spectra Energy Partners (DE) GP, LP	06/27/2007
<u>Signature of Reporting Person</u>	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) Spectra Energy Transmission, LLC ("SET") owns a 98% LP interest in the Issuer. Spectra Energy Enterprises Corporation ("SEEC") owns 100% of SET, Spectra Energy Capital, LLC ("Spectra Capital") owns 100% of SEEC and Spectra Energy Corp ("Spectra Energy") owns 100% of Spectra Capital. Accordingly, Spectra Energy, Spectra Capital and SEEC may be deemed to beneficially own all of the reported securities.

Immediately following the closing of the initial public offering of the Issuer, Spectra Energy Transmission will own 7,873,950 Common Units and 5,142,858 Subordinated Units, representing 19.6% of the outstanding limited partner interests, Spectra Energy Southeast Pipeline Corp will own 25,417,028 Common Units and 16,601,093 Subordinated Units, representing 63.0% of the outstanding limited partner interests, and Spectra Energy Partners (DE) GP, LP ("Spectra GP, LP") will own 1,500,000 Common Units and a 2% general partner interest. Spectra Energy Partners GP, LLC is the general partner of Spectra GP, LP.
  - (2) Each Subordinated Unit will convert into one Common Unit at the end of the subordination period, which will end if the Issuer has earned and paid at least \$0.30 on each outstanding unit for any three consecutive, non-overlapping four-quarter periods ending on or after June 30, 2010, but may end as soon as June 30, 2008 if the Issuer meets additional financial tests described in its partnership agreement. The Subordinated Units have no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.