

**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**

**December 11, 2015**

**Date of Report (Date of earliest event reported)**

**ENERGY TRANSFER PARTNERS, L.P.**

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

**Delaware**  
**(State or other jurisdiction of  
incorporation)**

**1-11727**  
**(Commission File Number)**

**73-1493906**  
**(IRS Employer Identification No.)**

**8111 Westchester Drive, Suite 600**  
**Dallas, Texas 75225**  
**(Address of principal executive offices) (zip code)**

**(214) 981-0700**  
**(Registrant's telephone number, including area code)**

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:

- ☐ 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 December 11, 2015, Energy Transfer Partners, L.P. (NYSE: ETP) provided notice to the participants in its distribution reinvestment plan (the “Plan”) that it has changed the discount at which participants may purchase ETP common units through the Plan from 5% to 1%, effective for the distributions payable in respect of the fourth quarter of 2015 and future quarters. The method for calculating the applicable market price for such purchases of ETP common units is described in the Plan prospectus, which forms a part of ETP’s Registration Statement on Form S-3 filed with the Securities and Exchange Commission on November 20, 2015. The Plan prospectus is also available on ETP’s website at [www.energytransfer.com](http://www.energytransfer.com) under *Investor Relations*.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Letter to participants in the Energy Transfer Partners, L.P. distribution reinvestment plan dated as of December 11, 2015.

**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.

**Energy Transfer Partners, L.P.**

By: Energy Transfer Partners GP, L.P.,  
its general partner

By: Energy Transfer Partners, L.L.C.,  
its general partner

Date: December 11, 2015

/s/ Thomas E. Long  
Thomas E. Long  
Chief Financial Officer

## EXHIBIT INDEX

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Letter to participants in the Energy Transfer Partners, L.P. distribution reinvestment plan dated as of December 11, 2015.



December 11, 2015

Dear Plan Participant:

This letter serves as notification that Energy Transfer Partners, L.P. (ETP) has changed the discount at which you may purchase ETP common units through ETP's distribution reinvestment plan (the Plan) from 5% to 1%. The method for calculating the market price for the purchase of ETP common units is described in the Plan prospectus, which is publicly available as set forth below.

You may make modifications to your participation in the Plan by telephone ((888) 257-7340) or online by using the website of the Plan administrator, American Stock Transfer (AST), at [www.amstock.com](http://www.amstock.com). Some advantages of using the website are:

- Request the sale of all or part of ETP common units owned;
- Request issuance of ETP common units in certificate form;
- Online review of account balance; and
- Online review of account history.

As described in the Plan prospectus, you may incur fees if you sell any portion of common units that are enrolled in the Plan, if you terminate your participation under the Plan or if you elect to have AST hold common units for safekeeping.

**Participation in the Plan is voluntary and an investor may terminate participation at any time.** ETP has filed a registration statement on Form S-3 (including the Plan prospectus) with the Securities and Exchange Commission (SEC) for the offering to which this communication relates. We encourage you to read the prospectus and other documents ETP has filed with the SEC for more complete information about ETP and the Plan, including ETP's Current Report on Form 8-K filed on December 11, 2015 concerning the change in discount referenced in this letter. A copy of ETP's 2014 annual report on Form 10-K and other documents filed by ETP may be obtained for free by visiting the SEC website at <http://www.sec.gov>. The Form 10-K, the Plan prospectus and this letter are also available on ETP's website at [www.energytransfer.com](http://www.energytransfer.com) under *Investor Relations*.

If you have any questions, please call the Plan administrator at toll free (888) 257-7340.

Sincerely,

A handwritten signature in blue ink, appearing to read "Thomas E. Long", written over a horizontal line.

Thomas E. Long  
Chief Financial Officer