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

**POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-3
REGISTRATION STATEMENT NO. 333-250128
UNDER
THE SECURITIES ACT OF 1933**

ENERGY TRANSFER OPERATING, L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

73-1493906
(I.R.S. Employer
Identification Number)

**8111 Westchester Drive, Suite 600
Dallas, Texas 75225
(214) 981-0700**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Thomas E. Long
Co-Chief Executive Officer
Energy Transfer Operating, L.P.
8111 Westchester Drive, Suite 600
Dallas, Texas 75225
(214) 981-0700**

(Address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

**William N. Finnegan IV
Kevin M. Richardson
Latham & Watkins LLP
811 Main Street, Suite 3700
Houston, Texas 77002
(713) 546-5400**

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company” and “emerging growth company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Non-accelerated filer

Accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

DEREGISTRATION OF SECURITIES

This Post-Effective Amendment relates to Registration Statement No. 333-250128 on Form S-3, filed by Energy Transfer Operating, L.P., a Delaware limited partnership ("ETO"), with the Securities and Exchange Commission on November 16, 2020.

On April 1, 2021, Energy Transfer LP, a Delaware limited partnership ("ET"), completed an internal reorganization pursuant to the terms of the Agreement and Plan of Merger, dated as of March 5, 2021 (the "Merger Agreement"), by and among ET, ETO and ETO Merger Sub LLC, a Delaware limited liability company and a direct wholly owned subsidiary of ET ("Merger Sub"). Under the terms of the Merger Agreement, ETO merged with and into Merger Sub, with ETO surviving the Merger as a wholly owned subsidiary of ET.

In connection with the consummation of the Merger, ETO has terminated all offerings of securities pursuant to the Registration Statement. In accordance with the undertakings made by ETO in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that had been registered for issuance that remain unsold at the termination of such offering, ETO hereby removes from registration all of such securities registered but unsold under the Registration Statements.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on this 5th day of April, 2021.

ENERGY TRANSFER OPERATING, L.P.

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

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

By: /s/ Thomas E. Long

Name: Thomas E. Long

Title: Co-Chief Executive Officer

No other person is required to sign this Post-Effective Amendment in reliance upon Rule 478 under the Securities Act of 1933.