SEC Form 4

FORM 4

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

OMB APPROVAL

I											
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Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b)	

EMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add	ress of Reporting I			2. Issuer Name and Ticker or Trading Symbol <u>TC PIPELINES LP</u> [TCLP]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 717 TEXAS S	(First) TREET, SUITE	(Middle) #2400	3. Date 02/12/	of Earliest Transac 2010	tion (Mo	onth/D	ay/Year)		Officer (give title below)	Other below	(specify)			
(Street)			4. If Am	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
HOUSTON	TX	77002							X	Form filed by On Form filed by Mo Person				
(City)	(State)	(Zip)								1 010011				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			2. Transaction Date (Month/Day/Year)	Execution Date,		iction Instr.	5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(D)

(Instr. 3 and 4)

	(
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)	ction of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Distribution Equivalent Rights for Deferred Share Units	(1)	02/12/2010		А		101		(2)	(2)	Common units representing limited p/ship interests	101	\$0 ⁽³⁾	5,158	D	

Explanation of Responses:

1. N/A - The distribution equivalent rights accrued on the number of Deferred Share Units ("DSUs") recorded in his account. Each distribution equivalent right is the economic equivalent of one DSU. Upon termination of board service, Common Units representing limited partnership interests may be purchased on the open market on behalf of Mr. Jenkins-Stark whereby he would receive Common Units in a number equal to the number of DSUs recorded in his account less any applicable withholdings. Alternatively, Mr.Jenkins-Stark may elect to receive the value of his DSU entitlement in cash. The cash payment amount shall be determined by multiplying the number of DSUs recorded in his account by the Fair Market Value of a Common Unit less any applicable withholdings.

2. N/A - the DSUs are fully vested and are redeemable only following Mr. Jenkins-Stark's termination of Board service.

3. The distribution amount reflects the number of DSUs added to the director's share unit account as of the record date for the distribution. Pursuant to the Share Unit Plan for Non-Employee Directors (2007), the distribution amount is calculated based on the declared distribution multiplied by the number of share units in the account, divided by the market value of the common units on the payment date for such distribution

Remarks:

/s/ Annie C. Belecki, Attorney

for Jack Jenkins-Stark

02/16/2010

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.