

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIESFiled 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 Address of Reporting Person* <u>TC PIPELINES GP INC</u>	2. Date of Event Requiring Statement (Month/Day/Year) 08/01/2003	3. Issuer Name and Ticker or Trading Symbol <u>TC PIPELINES LP [TCLP]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>General Partner</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>110 TURNPIKE ROAD SUITE 203</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>WESTBOROUGH MA 01581-263</u>			
(City) (State) (Zip)			

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)
<u>Common Units representing limited partner interests.</u>	<u>936,435⁽¹⁾</u>	<u>D</u>	

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)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Subordinated Units</u>	<u>08/01/2003</u>	<u>08/01/2003⁽³⁾</u>	<u>Common Units</u> <u>936,435⁽¹⁾</u>	<u>0⁽²⁾</u>	<u>D</u>	

Explanation of Responses:

- Subordinated units held, 2,809,306. Reporting person converted, in accordance with the terms of the limited partnership agreement, 936,435 on August 1, 2002, and 936, 435 on August 1, 2003. 936,436 remain. Conversion on a one-for-one basis into common units.
- 936,435 subordinated units converted into common units on August 1, 2003 on a one-for-one basis for no additional consideration.
- Subordinated units have no expiration date. Next date for conversion of remaining subordinated units, if terms of limited partnership agreement met, is August 1, 2004.

/s/ Theresa Jang08/05/2003

** 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 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).

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.