

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name SemGroup Corporation		2 Issuer's employer identification number (EIN) 20-3533152	
3 Name of contact for additional information Brent Ratliff	4 Telephone No. of contact 214-981-0795	5 Email address of contact InvestorRelations@energytransfer.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 6120 S. Yale Ave., Suite 1500		7 City, town, or post office, state, and ZIP code of contact Tulsa, OK 74136-4231	
8 Date of action December 4, 2019		9 Classification and description Common stock	
10 CUSIP number 81663A105	11 Serial number(s) N/A	12 Ticker symbol SEMG (NYSE Listed)	13 Account number(s) N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On September 15, 2019, SemGroup Corporation ("SemGroup") entered into an Agreement and Plan of Merger (the "merger agreement") with Energy Transfer LP ("Energy Transfer") and Nautilus Merger Sub LLC, a wholly owned subsidiary of Energy Transfer ("Merger Sub"), pursuant to which Merger Sub will merge with and into SemGroup (the "merger"), with SemGroup surviving the merger as a direct wholly owned subsidiary of Energy Transfer.

On December 4, 2019, SemGroup's shareholders voted to approve the merger agreement. At completion of the merger, holders of SemGroup Class A Common Stock received \$6.80 per share in cash and 0.7275 of an Energy Transfer common unit in exchange for each share.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Each holder of SemGroup common stock generally is expected to be treated as having (i) sold an undivided portion of each share of SemGroup common stock exchanged by such holder pursuant to the merger (equal to the percentage that (a) the per share cash amount received by such holder in exchange for its shares of SemGroup common stock pursuant to the merger bears to (b) the fair market value of the total merger consideration it received (i.e., the per share cash amount plus the fair market value of the Energy Transfer common units as of the closing date of the merger) for cash and (ii) contributed the remaining undivided portion of each share of SemGroup common stock to Energy Transfer in exchange for the Energy Transfer common units.

All SemGroup stockholders are urged to consult their own tax advisors for a full understanding of the U.S. federal, state, local and foreign tax consequences of exchanging shares of SemGroup common stock pursuant to the merger.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The aggregate tax basis of the Energy Transfer common units received pursuant to the merger generally is expected to be the same as the aggregate tax basis of the portion of each share of SemGroup common stock treated as exchanged therefor, increased by such holder's share of nonrecourse liabilities of Energy Transfer and any gain recognized on the cash-exchange portion of the transaction.

To the extent that a SemGroup stockholder is treated as exchanging SemGroup common stock for cash pursuant to the merger, such stockholder generally is expected to recognize gain or loss in an amount equal to the difference, if any, between the amount of cash received (including the amount of any cash received in lieu of a fractional ET common unit) and the stockholder's adjusted basis in the portion of the SemGroup common stock treated as sold in the merger. In general, no gain or loss should be recognized by a SemGroup stockholder upon the exchange of the remaining portion of such stockholder's SemGroup common stock for ET common units pursuant to the merger.

All SemGroup stockholders are urged to consult their own tax advisors for a full understanding of the U.S. federal, state, local and foreign tax consequences of exchanging shares of SemGroup common stock pursuant to the merger.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► I.R.C. Sections 302, 721, 752, 1001, 1011, and 1012.

18 Can any resulting loss be recognized? ► To the extent that a SemGroup stockholder is treated as exchanging SemGroup common stock for cash pursuant to the merger, such stockholder generally could recognize loss, provided the stockholder's adjusted basis in the portion of the SemGroup common stock treated as sold for cash in the merger exceeds the amount of cash received (including the amount of any received in lieu of a fractional ET common unit).
All SemGroup stockholders are urged to consult their own tax advisors for a full understanding of the U.S. federal, state, local and foreign tax consequences of exchanging shares of SemGroup common stock pursuant to the merger.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The adjustment would generally be reportable in the tax year ended December 31, 2019 (in the case of a stockholder utilizing a calendar year-end); however, holders are advised to consult their own tax advisor regarding the proper reportable tax year.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature *Bradford D. Whitehurst* Date ► 1/24/20
Print your name ► Bradford D. Whitehurst Title ► Executive Vice President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Patrick Kessler	<u><i>Patrick Kessler</i></u>	January 13, 2020		P01345182
Firm's name ► KPMG LLP	Firm's EIN ► 13-5565207		Phone no. (713) 319-2000	
Firm's address ► 811 Main Street, Suite 4500, Houston, TX 77002				