

Williams Partners L.P.
Form 8-K
September 16, 2010

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**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

Date of Report (Date of earliest event reported): September 16, 2010

Williams Partners L.P.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

1-32599

(Commission
File Number)

20-2485124

(IRS Employer
Identification No.)

One Williams Center

Tulsa, Oklahoma

(Address of principal executive offices)

74172-0172

(Zip Code)

Registrant's telephone number, including area code: **(918) 573-2000**

NOT APPLICABLE

(Former name or former address, if changed since last report.)

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))
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Item 7.01. Regulation FD Disclosure.

On September 16, 2010, Williams Partners L.P. (the Partnership) issued a press release announcing updates to its earnings and capital expenditure guidance for 2010-2012, which is attached hereto as Exhibit 99.1 and incorporated herein by reference. Steven J. Malcolm, the chief executive officer of the general partner of the Partnership will discuss the updated guidance in his presentation on September 16, 2010 at the 2010 Barclays Capital CEO Energy-Power Conference. The presentation is furnished herewith as Exhibit 99.2 and incorporated herein by reference.

The information in this report (including Exhibits 99.1 and 99.2) is being furnished pursuant to Item 7.01, Regulation FD Disclosure. The information furnished is not deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

Item 9.01. Financial Statements and Exhibits.

- (a) None
- (b) None
- (c) None
- (d) **Exhibits.**

Exhibit Number	Description
Exhibit 99.1	Press release of the Partnership dated September 16, 2010 publicly announcing updates to its earnings and capital expenditure guidance for 2010-2012.
Exhibit 99.2	Slide presentation for the 2010 Barclays Capital CEO Energy-Power Conference on September 16, 2010 (incorporated by reference to Exhibit 99.2 to The Williams Companies, Inc.'s Current Report on Form 8-K, filed on September 16, 2010 (File No. 001-04174)).

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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.

WILLIAMS PARTNERS L.P.

By: Williams Partners GP LLC,
its General Partner

Date: September 16, 2010

By: /s/ La Fleur C. Browne
La Fleur C. Browne
Corporate Secretary

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