

DCP Midstream Partners, LP  
Form 8-K  
December 08, 2008

---

---

**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): December 5, 2008**

**DCP MIDSTREAM PARTNERS, LP**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction of  
incorporation)

**001-32678**  
(Commission File Number)

**03-0567133**  
(IRS Employer  
Identification No.)

**370 17th Street, Suite 2775  
Denver, Colorado 80202**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(303) 633-2900**

(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))

---

---

---

**Item 7.01**

**Regulation FD Disclosure.**

In accordance with General Instruction B.2. of Form 8-K, the following information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

DCP Midstream Partners, LP (the “Partnership”) announced in a press release dated December 5, 2008, which is incorporated by reference into this Item 7.01 from Exhibit 99.1 attached hereto, that the Partnership will host an investor and analysts conference call on Monday, December 8, 2008 at 8:30 a.m. EST. The conference will be webcast and will be accessible on the Partnership’s website under the Investor Relations Section along with the related presentation materials ([www.dcppartners.com](http://www.dcppartners.com)). A replay of the webcast will be archived until December 18, 2008.

**Item 9.01**

**Financial Statements and Exhibits.**

**(d) Exhibits.**

| <b>E x h i b i t<br/>Number</b> | <b>Description</b>                   |
|---------------------------------|--------------------------------------|
| Exhibit 99.1                    | Press Release dated December 5, 2008 |

---

**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.

**DCP MIDSTREAM PARTNERS, LP**

By: **DCP MIDSTREAM GP, LP**  
**its General Partner**

By: **DCP MIDSTREAM GP, LLC**  
**its General Partner**

By: /s/ Michael S. Richards

---

Name: Michael S. Richards  
Title: Vice President, General Counsel and  
Secretary

December 5, 2008

---

**EXHIBIT INDEX**

| <b>E x h i b i t<br/>Number</b> | <b>Description</b>                   |
|---------------------------------|--------------------------------------|
| Exhibit 99.1                    | Press Release dated December 5, 2008 |

---