

MAGELLAN MIDSTREAM HOLDINGS LP  
Form 8-K  
March 01, 2007

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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): 02/28/2007**

**Magellan Midstream Holdings, L.P.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-32745**

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

**20-4328784**  
(IRS Employer  
Identification No.)

**One Williams Center, MD 28-1**  
Tulsa, OK 74172  
(Address of principal executive offices, including zip code)

**(918) 574-7000**  
(Registrant's telephone number, including area code)

(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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Information to be included in the report

**Item 2.02. Results of Operations and Financial Condition**

Magellan Midstream Holdings, L.P. (the "Partnership") issued a press release today announcing its audited financial results for the year ended December 31, 2006, which includes revisions to its previously announced un-audited financial results for the year ended December 31, 2006. This press release is attached hereto as Exhibit 99.1 and the financial information is herein incorporated by reference.

As noted in the press release, a copy of the Partnership's annual report on Form 10-K for the year ended December 31, 2006 is available on its website at [www.mggplp.com](http://www.mggplp.com). This information is not deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 and is not incorporated by reference into any Securities Act registration statements.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 - The Partnership's press release dated February 28, 2007 reporting audited financial results for the year ended December 31, 2006.

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**Signature(s)**

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.

Magellan Midstream Holdings, L.P.

Date: February 28, 2007

By: /s/ Lonny E. Townsend

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Lonny E. Townsend  
Vice President and Corporate Secretary

**Exhibit Index**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press release dated February 28, 2007.