

Teekay Offshore Partners L.P.  
Form 6-K  
July 28, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 6-K**

**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16**  
**of the Securities Exchange Act of 1934**

**Date of report: July 27, 2017**

**Commission file number 1-33198**

**TEEKAY OFFSHORE PARTNERS L.P.**

**(Exact name of Registrant as specified in its charter)**

**4th Floor**

**Belvedere Building**

**69 Pitts Bay Road**

**Hamilton, HM08 Bermuda**

**(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F

Form 40- F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1).

Yes

No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7).

Yes

No

**Item 1- Information Contained in this Report on Form 6-K**

Attached as Exhibit 99.1 is a copy of an investor presentation provided by Teekay Offshore Partners L.P. on July 27, 2017 to potential investors in a new tranche of senior unsecured bonds. A subsidiary of Teekay Offshore Partners L.P. is offering the bonds in (a) an offering outside the United States pursuant to Regulation S under the U.S. Securities Act of 1933, as amended, and (b) a concurrent private placement limited only to qualified institutional buyers (as defined in Rule 144A of the U.S. Securities Act of 1933, as amended).

**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, thereunto duly authorized.

TEEKAY OFFSHORE PARTNERS L.P.

By: Teekay Offshore G.P. L.L.C., its general partner

Date: July 27, 2017

By: /s/ Edith Robinson  
Edith Robinson  
Secretary