**Issuer Return:** Filed on Web site by May 10, 2012 under Regs. §1.6045B-1(a)(3). Stmts. to Shareholders: Filed on Web site under Regs. §1.6045B-1(b)(4). This form to be maintained on public Web site through May 10, 2022 (ten yrs).

### Part I Reporting Issuer

<table>
<thead>
<tr>
<th>1 Issuer’s name</th>
<th>2 Issuer’s employer identification number (EIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>El Paso Corporation</td>
<td>76-0568816</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>3 Name of contact for additional information</th>
<th>4 Telephone No. of contact</th>
<th>5 Email address of contact</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shareholder Relations Director</td>
<td>713 420 2131</td>
<td><a href="mailto:ShareholderRelations@ElPaso.com">ShareholderRelations@ElPaso.com</a></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>6 Number and street (or P.O. box if mail is not delivered to street address) of contact</th>
<th>7 City, town, or post office, state, and Zip code of contact</th>
</tr>
</thead>
<tbody>
<tr>
<td>P. O. Box 2511</td>
<td>Houston, TX 77252-2511</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>8 Date of action</th>
<th>9 Classification and description</th>
</tr>
</thead>
<tbody>
<tr>
<td>March 26, 2012</td>
<td>Common Stock</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>10 CUSIP number</th>
<th>11 Serial number(s)</th>
<th>12 Ticker symbol</th>
<th>13 Account number(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>STMT 1</td>
<td>EP</td>
<td></td>
</tr>
</tbody>
</table>

### 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.

A second-tier subsidiary of El Paso Corporation, named Sirius Merger Corporation, merged into El Paso Corporation (FEIN 76-0568816), “Old El Paso”, on March 26, 2012 with Old El Paso surviving as a wholly owned directly-held subsidiary of Sirius Holdings Merger Corporation (FEIN 45-3953911). Old El Paso later on March 26, 2012 converted to a Delaware LLC, named El Paso LLC. As a result of the merger and LLC conversion of the Issuer, taken together, the shareholders’ shares of stock in Old El Paso were exchanged for an equal number of shares of stock in Sirius Holdings Merger Corporation, which immediately changed its name to El Paso Corporation, “New El Paso”.

See Stmt 2.

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.

The integrated transactions are treated as an exchange of existing common stock of Old El Paso for common stock of New El Paso in a tax-free reorganization under Section 368(a)(1)(F).

The tax basis in the shares of New El Paso common stock received equals one hundred percent (100%) of the adjusted tax basis in the shares of the stock surrendered.

Shareholders having different tax bases with respect to the Issuer stock exchanged should consult with a tax advisor in order to identify the tax bases of the particular common shares of New El Paso received pursuant to the transaction.

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 tax basis conversion calculation is a 1:1 ratio.

Accordingly, each share of New El Paso stock will have a tax basis equal to the tax basis of the Old El Paso share relinquished in the exchange.
Part II  Organizational Action (continued)

17  List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based:

The merger and the LLC conversion, taken together, are treated as a "reorganization" for U.S. federal income tax purposes within the meaning of IRC Section 368(a)(1)(F).

Effect on Shareholders:
A. IRC Section 354(a)(1) – Exchanges of stock and securities in certain reorganizations
B. IRC Section 358 - Basis to distributees

Effect on corporations –
A. IRC Section 361(a) – Nonrecognition of gain or loss to corporations

18  Can any resulting loss be recognized?

No loss can be recognized in conjunction with this organizational action.

19  Provide any other information necessary to implement the adjustment, such as the reportable tax year:

The stock basis adjustment will be taken into account in the tax year of the shareholder during which the exchange occurred (e.g., 2012 for calendar year taxpayers).

Signature: [Signature]

Date: 5/8/2012

Print your name: Katherine A. Murray

Print/Type preparer’s name: [Preparer’s name]

Preparer’s signature: [Preparer’s signature]

Date: [Date]

Check if self-employed

Firm’s name: [Firm’s name]

Firm’s address: [Firm’s address]

Firm’s EIN: [Firm’s EIN]

Phone no.: [Phone no.]

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054
El Paso Corporation
FEIN 76-0568816
Attachment to Report of Organizational Actions Affecting Basis of Securities
Date of Action: March 26, 2012

Statement 1- CUSIP numbers

1. # 283695 87 2
2. # 283905 10 7
3. # 28336L 10 9
Statement 2

Before

Public

El Paso Corporation
"Old El Paso"
#76-0568816

Sirius Holdings Merger Corporation
"New El Paso"
#45-3953911

Sirius Merger Corporation
"Merger Sub One"

After

Public

El Paso Corporation
(FKA, Sirius Holdings Merger Corporation)
"New El Paso"
#45-3953911

El Paso LLC
(converted LLC)

#76-0568816