

DAVIS BARRY E
Form 4
February 19, 2019

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DAVIS BARRY E

2. Issuer Name and Ticker or Trading Symbol
EnLink Midstream, LLC [ENLC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1722 ROUTH STREET, SUITE
1300

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

DALLAS, TX 75201

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------------------------------------|---|--------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Units | 02/14/2019 | | A ⁽¹⁾ | | 52,938 | A | \$ 0 | 1,849,453 | D | |
| Common Units | 02/14/2019 | | F | | 20,832 | D | \$ 10.86 | 1,828,621 | D | |
| Common Units | 02/14/2019 | | A ⁽²⁾ | | 70,469 | A | \$ 0 | 1,899,090 | D | |
| Common Units | 02/14/2019 | | F | | 27,730 | D | \$ 10.86 | 1,871,360 | D | |
| Common Units | | | | | | | | 964,724 ⁽³⁾ <u>(4)</u> | I | By MK Holdings, LP |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DAVIS BARRY E 1722 ROUTH STREET SUITE 1300 DALLAS, TX 75201 | X | | Executive Chairman | |

Signatures

Michael J. Garberding, by power of attorney
Date: 02/19/2019

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The 162(m) Committee of the Board of Directors of EnLink Midstream Manager, LLC determined and certified the extent of the attainment of the performance goal under the company's long-term incentive plan and performance unit agreement. This form reports the acquisition of common units for such vesting and the surrender of common units for associated tax liabilities.
- (2) The Governance and Compensation Committee of the Board of Directors of EnLink Midstream Manager, LLC determined and certified the extent of the attainment of the performance goal under EnLink Midstream GP, LLC's long-term incentive plan and performance unit agreement. This form reports the acquisition of common units for such vesting and the surrender of common units for associated tax liabilities.

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(3) These units are held by MK Holdings, LP, a family limited partnership, which the reporting person controls.

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. The

(4) inclusion of these units in this report shall not be deemed an admission of beneficial ownership of all of the reported units for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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