SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPRO	VAL
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IF

					c	or Sec	tion 30(h)	) of the In	vestm	nent Comp	any Act of 19	940							
		Reporting Person *								ding Symb		. 1		ationship of Repor k all applicable)	rting P	erson(s	s) to Issuer		
GOLDMAN SACHS GROUP INC				⊢	EnLink Midstream Partners, LP [ ENLK ]								Director		Х	10% O	wner		
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 11/13/2017								Officer (give title Other (specify below) below)						
200 WES	T STREET				4. lf	Amer	ndment, D	ate of Or	iginal	Filed (Mor	nth/Day/Year	)	6. Indi	vidual or Joint/Gro	•	• •		able Line)	
(Street) NEW YORK NY 10282													x	Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City) (State) (Zip)																			
			Table I - No	n-Deri	vativ	/e S	ecuritie	es Acq	uire	d, Dispo	osed of, o	r Benefic	ially Ov	vned					
1. Title of Security (Instr. 3)			2. Tran Date	Transaction te onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Tran	isaction e (Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		) or	5. Amount of Securities Beneficially Ow			Direct (D) rect (I)	7. Nature of Indirect Beneficial		
										Amount (A) or (D)		Price	Following Reported Transaction(s) (Instr. 3 and 4)				Ownership (Instr. 4)		
			Table II -								ed of, or l າvertible s			ed					
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. Transa Code ( 8)	ction	5. No Deri Secu Acqu or D of (E	umber of vative urities uired (A) isposed D) (Instr. and 5)	-	Exerc ion Da	isable and ate	7. Title and	d Amount of Underlying Security		vative derivative rity Securities r. 5) Beneficially Owned Following Reported		ership n: ct (D) direct nstr. 4)		ature of Indirect ficial Ownership r. 4)	
				Code	v	(A)	(D)	Date Exercis	able	Expiration Date	n Title	Amount or Number of Shares		Transaction(s) (Instr. 4)					
Series B Cumulative Convertible Preferred Units	(3)	11/13/2017		J <sup>(3)</sup>		410,		(3)		(3)	Common Units	410,681	(3)	57,056,281		I	See footnotes <sup>(</sup>	1)(2)(3)(4)(5)(6)(3	
		Reporting Person*	P INC									1	1	-			1		
						_													
(Last) 200 WES	T STREET	(First)	(Middle)																
(Street) NEW YO	ORK	NY	10282																
(City)		(State)	(Zip)			-													
		Reporting Person *																	
GOLDN	MAN SAG	CHS & CO. I	LC			_													
(Last) 200 WES	T STREET	(First)	(Middle)																
(Street) NEW YO	ORK	NY	10282																
(City)		(State)	(Zip)																

1. Name and Address of F	Reporting Person *							
WEST STREET INTERNATIONAL INFRASTRUCTURE PARTNERS III, L.P.								
(Last)	(First)	(Middle)						
200 WEST STREET	(「"51)	(midule)						
(Street) NEW YORK	NY	10282						
,								
(City) (State) (Zip) 1. Name and Address of Reporting Person*								
1. Name and Address of Reporting Person WEST STREET EUROPEAN INFRASTRUCTURE PARTNERS III, L.P.								
(Last)	(First)	(Middle)						
200 WEST STREET								
(Street) NEW YORK	NY	10282						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* West Street Global Infrastructure Partners III, L.P.								
(Last)	(First)	(Middle)						
200 WEST STREET								
(Street) NEW YORK	NY	10282						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person *								
Broad Street Prin	cipal Investments,	<u>L.L.C.</u>						
(Last) 200 WEST STREET	(First)	(Middle)						
(Street)								
NEW YORK	NY	10282						
(City)	(State)	(Zip)						
1. Name and Address of F								
West Street Energ	gy Partners Offshor	re- <u>B AIV-1, L.P.</u>						
(Last)	(First)	(Middle)						
200 WEST STREET								
(Street)								
NEW YORK	NY	10282						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* West Street Energy Partners AIV-1, L.P.								
(Last) 200 WEST STREET	(First)	(Middle)						
(Street) NEW YORK	NY	10282						
(City)	(State)	(Zip)						

1. Name and Address	of Reporting Person*		
West Street En	ergy Partners C	Offshore AIV-1, L.P.	
		48183	
(Last)	(First)	(Middle)	
200 WEST STRE	ET		
(Street)			
NEW YORK	NY	10282	
(City)	(State)	(Zip)	
1. Name and Address	of Reporting Person *		
West Street En	ergy Partners C	Offshore Holding-B A	IV-
<u>1, L.P.</u>			
(Last)	(First)	(Middle)	
200 WEST STREE	ET		
(Street)			
NEW YORK	NY	10282	
(City)	(State)	(Zip)	

## Explanation of Responses:

1. This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman Sachs & Co. LLC ("Goldman Sachs"), West Street International Infrastructure Partners III, L.P. ("WS International"), West Street European Infrastructure Partners III, L.P. ("WS European"), West Street Global Infrastructure Partners III, L.P. ("WS Global"), Broad Street Principal Investments, L.L.C. ("BS Principal"), West Street Energy Partners Offshore - B AIV-1, L.P. ("WS Offshore B"), West Street Energy Partners AIV-1, L.P. ("WS AIV"), West Street Energy Partners Offshore AIV-1, L.P. ("WS Offshore AIV"), West Street Energy Partners AIV-1, L.P. ("WS Holdings B"), Broad Street Infrastructure Advisors III, L.L.C. ("BS Infrastructure"), Broad Street Energy Advisors AIV-1, L.P. ("WS Offshore AIV"), (continued in footnote 2)

2. and Broad Street Energy Advisors, L.L.C. ("BS Energy", and together with WS International, WS European, WS Global, BS Principal, WS Offshore B, WS AIV, WS Offshore AIV, WS Holdings B, BS Energy AIV and BS Infrastructure, the "GS Entities") WSIP Egypt Holdings, LP ("WSIP") and WSEP Egypt Holdings, LP ("WSEP", and together with WSIP, GS Group, Goldman Sachs and the GS Entities, the "Reporting Persons"). Due to the electronic system's limitation of 10 Reporting Persons per joint filing, this statement is being filed in duplicate.

3. On November 13, 2017, EnLink MidStream Partners, LP (the "Issuer") issued to Enfield Holdings, L.P. ("Holdings") 410,681 Series B Cumulative Convertible Preferred Units (the "Series B Preferred Units") as payment for the quarterly distribution declared on the Series B Preferred Units. The Series B Preferred Units are convertible into Common Units of the Issuer on a one-for-one basis (subject to certain adjustments) at any time from the business day following the record date established by the Issuer's general partner for the Issuer's quarterly distribution for the second quarter of 2017.

4. The GS Entities are the direct or indirect beneficial owners of WSIP and WSEP, which hold 100 shares of common stock, and have appointed one of the two directors, of Enfield Holdings Advisors, Inc., which is the general partner of Holdings, which directly holds the Series B Preferred Units reported herein.

5. Because of the relationship by and between the GS Entities, WSIP and WSEP on the one hand and Holdings on the other hand, the GS Entities, WSIP and WSEP may be deemed (for purposes of Rule 13d-3(a) and Rule 16a-1(a) only and not for any other applicable purpose), to beneficially own the securities reported herein to the extent of the greater of their respective direct or indirect pecuniary interests in the profits or capital accounts of Holdings. 6. For purposes of Rule 13d-3(a) and Rule 16a-1(a) only (and not for any other applicable purpose), GS Group and Goldman Sachs may be deemed to beneficially own indirectly the securities reported herein to the extent of the greater of their respective direct or indirect pecuniary interests in the profits or capital accounts of Holdings, as (i) Goldman Sachs may be deemed to beneficially own indirectly the securities reported herein to the extent of the greater of their respective direct or indirect pecuniary interests in the profits or capital accounts of Holdings, as (i) Goldman Sachs is an investment manager of certain of the GS Entities, (ii) Goldman Sachs is a subsidiary of GS Group, and (iii) affiliates of Goldman Sachs and GS Group are the general partner, managing limited partner, managing partner or investment manager of the GS Entities.

7. The Reporting Persons disclaim beneficial ownership of the securities reported herein except to the extent of their pecuniary interest therein, if any, and this report shall not be deemed an admission that any such Reporting Person is the beneficial owner of, or has any pecuniary interests in, such securities for purposes of Section 16 of the Securities and Exchange Act of 1934, as amended, or for any other purpose.

## Remarks:

/s/ Yvette Kosic, Attorney-in-fact	<u>11/15/2017</u>
/s/ Yvette Kosic, Attorney-in-fact	<u>11/15/2017</u>
/s/ Yvette Kosic, Attorney-in-fact	<u>11/15/2017</u>
/s/ Yvette Kosic, Attorney-in-fact	11/15/2017
/s/ Yvette Kosic, Attorney-in-fact	<u>11/15/2017</u>
/s/ Yvette Kosic, Attorney-in-fact	11/15/2017
/s/ Yvette Kosic, Attorney-in-fact	<u>11/15/2017</u>
** Signature of Reporting Person	Date

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

\* 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).

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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