

**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): **September 21, 2016**

**ENLINK MIDSTREAM PARTNERS, LP**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**001-36340**  
(Commission File  
Number)

**16-1616605**  
(I.R.S. Employer Identification No.)

**2501 CEDAR SPRINGS RD.**  
**DALLAS, TEXAS**  
(Address of Principal Executive Offices)

**75201**  
(Zip Code)

Registrant's telephone number, including area code: **(214) 953-9500**

(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 *see* General Instruction A.2. below:

- 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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On September 21, 2016, the Board of Directors (the "Company Board") of EnLink Midstream GP, LLC (the "Company"), the general partner of EnLink Midstream Partners, LP (the "Partnership"), approved the appointments of Mr. Michael J. Garberding to President and Chief Financial Officer of the Company and Mr. Benjamin D. Lamb to Executive Vice President of Corporate Development of the Company. Additionally, the Board of Directors (the "Manager Board") of EnLink Midstream Manager, LLC (the "Manager"), the managing member of EnLink Midstream, LLC ("ENLC"), approved the appointments of Mr. Garberding to President and Chief Financial Officer of the Manager and Mr. Lamb to Executive Vice President of Corporate Development of the Manager. Mr. Barry E. Davis continues to lead the Company's executive leadership team serving as Chairman and Chief Executive Officer of the Company.

Michael J. Garberding, 47, joined the Company in February 2008. Mr. Garberding assumed the role of Senior Vice President and Chief Financial Officer in August 2011 and the role of Executive Vice President and Chief Financial Officer in January 2013. Mr. Garberding previously led the finance and business development organization for the Company. Mr. Garberding has 25 years of experience in finance and accounting. From 2002 to 2008, Mr. Garberding held various finance and business development positions at TXU Corporation, including assistant treasurer. In addition, Mr. Garberding worked at Enron North America as a Finance Manager and Arthur Andersen LLP as an Audit Manager. He received his Masters in Business Administration from the University of Michigan in 1999 and his B.B.A. in Accounting from Texas A&M University in 1991.

Benjamin D. Lamb, 37, joined the Company in December 2012. Mr. Lamb assumed the role of Senior Vice President of Finance and Corporate Development in November 2014, having previously served as Vice President of Finance. Prior to joining the Company, Mr. Lamb served as a Principal at the investment banking firm Greenhill & Co., which he joined in 2005. In that role he focused on the evaluation and execution of mergers, acquisitions and restructuring transactions for clients primarily in the midstream energy, power and utility industries. Prior to joining Greenhill he served as an investment banker at UBS Investment Bank in its Mergers and Acquisitions Group and in its Global Energy Group, and at Merrill Lynch in its Global Energy and Power Group. Mr. Lamb received his Bachelor of Business Administration degree from Baylor University in 2000.

In connection with his appointment as President and Chief Financial Officer of the Company and the Manager, the Company Board and the Manager Board approved the following actions (as applicable) with respect to Mr. Garberding's 2016 compensation, in each case effective as of September 22, 2016 unless otherwise noted: (1) an increase of his base salary to an annual rate of pay of \$500,000 from \$450,000; (2) maintaining his target percentage for the short-term incentive program at 90%; (3) a restricted incentive unit award to be granted on October 1, 2016 under the EnLink Midstream GP, LLC Long-Term Incentive Plan (As Amended and Restated in 2016) (the "GP LTIP") (which award was approved by the Company Board) and a restricted incentive unit award to be granted on October 1, 2016 under the EnLink Midstream, LLC 2014 Long-Term Incentive Plan (the "ENLC LTIP") (which award was approved by the

Manager Board), in each case in an amount equal to \$375,000 and that will include vesting provisions based upon the expiration of a specified vesting period; and (4) a restricted incentive unit award to be granted on October 1, 2016 under the GP LTIP (which award was approved by the Company Board) and a restricted incentive unit award to be granted on October 1, 2016 under the ENLC LTIP (which award was approved by the Manager Board), in each case in an amount equal to \$375,000 and that will include vesting provisions based upon the achievement of specified performance goals. The performance goal and vesting terms of the restricted incentive unit awards are consistent with the awards made in March 2015 to the Company's and the Manager's named executive officers, as disclosed in each of the Partnership's annual report on Form 10-K and ENLC's annual report on Form 10-K, respectively, each filed with the Securities and Exchange Commission on February 17, 2016. Each of the Compensation Committee of the Company Board and the Governance and Compensation Committee of the Manager Board recommended that the applicable Board approve the foregoing appointment and compensation changes.

In connection with his appointment as Executive Vice President of Corporate Development of the Company and the Manager, the Company Board and the Manager Board approved the following actions (as applicable) with respect to Mr. Lamb's 2016 compensation, in each case effective as of September 22, 2016 unless otherwise noted: (1) an increase of his base salary to an annual rate of pay of \$345,000 from \$310,000; (2) an increase of his target percentage for the short-term incentive program to 90% from 60%; (3) a restricted incentive unit award to be granted on October 1, 2016 under the GP LTIP (which award was approved by the Company Board) and a restricted incentive unit award to be granted on October 1, 2016 under the ENLC LTIP (which award was approved by the Manager Board), in each case in an amount equal to \$250,000 and that will include vesting provisions based upon the expiration of a specified vesting period; and (4) a restricted incentive unit award to be granted on October 1, 2016 under the GP LTIP (which award was approved by the Company Board) and a restricted incentive unit award to be granted on October 1, 2016 under the ENLC LTIP (which award was approved by the Manager Board), in each case in an amount equal to \$250,000 and that will include vesting provisions based upon the achievement of specified performance goals. The performance goal and vesting terms of the restricted incentive unit awards are consistent with the awards made in March 2015 to the Company's and the Manager's named executive officers, as disclosed in each of the Partnership's annual report on Form 10-K and ENLC's annual report on Form 10-K, respectively, each filed with the Securities and Exchange Commission on February 17, 2016. Each of the Compensation Committee of the Company Board and the Governance and Compensation Committee of the Manager Board recommended that the applicable Board approve the foregoing appointment and compensation changes.

**Item 7.01. Regulation FD Disclosure.**

On September 22, 2016, the Partnership issued a press release announcing the appointments described in Item 5.02 of this Current Report on Form 8-K. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. In accordance with General Instruction B.2 of Form 8-K, the information set forth in this Item 7.01 and in the attached exhibit shall be deemed to be furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

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**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

In accordance with General Instruction B.2 of Form 8-K, the information set forth in the attached exhibit shall be deemed to be furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Exchange Act.

EXHIBIT NUMBER	DESCRIPTION
99.1	— Press Release dated September 22, 2016.

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**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 hereunto duly authorized.

ENLINK MIDSTREAM PARTNERS, LP

By: EnLink Midstream GP, LLC,  
its General Partner

Date: September 22, 2016

By: /s/ Michael J. Garberding  
Michael J. Garberding  
President and  
Chief Financial Officer

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**INDEX TO EXHIBITS**

EXHIBIT NUMBER	DESCRIPTION
99.1	— Press Release dated September 22, 2016.

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**FOR IMMEDIATE RELEASE**  
**SEPTEMBER 22, 2016**

**Investor Relations:** Kate Walsh, Vice President of Investor Relations, 214-721-9696, [kate.walsh@enlink.com](mailto:kate.walsh@enlink.com)

**Media Relations:** Jill McMillan, Vice President of Public Relations, 214-721-9271, [jill.mcmillan@enlink.com](mailto:jill.mcmillan@enlink.com)

### **EnLink Midstream Strengthens Its Executive Leadership Team**

**DALLAS, September 22, 2016** — EnLink Midstream, LLC (NYSE: ENLC) (the General Partner) and EnLink Midstream Partners, LP (NYSE: ENLK) (the Master Limited Partnership) (together “EnLink”) today announced new changes to its executive leadership team.

Michael J. Garberding, has been promoted to EnLink President and Chief Financial Officer, responsible for leading the company’s execution of long-term financial and growth strategies. Additionally, Benjamin D. Lamb was promoted to the executive leadership team as Executive Vice President of Corporate Development, an addition that emphasizes EnLink’s commitment to growth.

“I am excited about the promotions of Mike Garberding and Ben Lamb,” said Barry E. Davis, Chairman and Chief Executive Officer. “They are tremendous leaders and have made significant contributions to EnLink over their years of service. These changes strengthen our executive leadership team and ensure that EnLink will continue to be one of the top midstream companies in the industry.”

EnLink’s executive leadership team includes:

- Barry E. Davis, Chairman and Chief Executive Officer
- Michael J. Garberding, President and Chief Financial Officer
- Steve J. Hoppe, Executive Vice President and President of Gas Business Unit
- McMillan (Mac) Hummel, Executive Vice President and President of the Liquids Business Unit
- Benjamin D. Lamb, Executive Vice President of Corporate Development

Complete professional biographies and headshots can be found at <http://www.enlink.com/executive-leadership-team/>.

### **About the EnLink Midstream Companies**

EnLink Midstream is a leading, integrated midstream company with a diverse geographic footprint and a strong financial foundation, delivering tailored customer solutions for sustainable growth. EnLink Midstream is publicly traded through two entities: EnLink Midstream, LLC (NYSE: ENLC), the publicly traded general partner entity, and EnLink Midstream Partners, LP (NYSE: ENLK), the master limited partnership entity.

EnLink Midstream’s assets are located in many of North America’s premier oil and gas regions, including Oklahoma’s Midcontinent, the Permian Basin, and the Gulf Coast region. Based in Dallas, Texas, EnLink Midstream’s assets include approximately 10,000 miles of gathering and transportation pipelines, 19 processing plants with approximately 3.9 billion cubic feet per day of processing capacity, seven fractionators with approximately 284,000 barrels per day of fractionation capacity, as well as barge and rail terminals, product storage facilities, purchase and marketing capabilities, brine disposal wells, an extensive crude oil trucking fleet, and equity investments in certain private midstream companies.

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References in this press release to “EnLink Midstream Partners, LP,” the “Partnership,” “ENLK” or like terms refer to EnLink Midstream Partners, LP itself or EnLink Midstream Partners, LP together with its consolidated subsidiaries, including EnLink Midstream Operating, LP, EnLink Midstream Holdings, LP (“Midstream Holdings”) and EnLink Oklahoma Gas Processing, LP (formerly known as EnLink TOM Holdings, LP) and its consolidated subsidiaries (collectively, “EnLink Oklahoma T.O.”). EnLink Oklahoma T.O. is sometimes used to refer to EnLink Oklahoma Gas Processing, LP itself or EnLink Oklahoma Gas Processing, LP together with its consolidated subsidiaries.

Additional information about the EnLink companies can be found at [www.enlink.com](http://www.enlink.com).

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