

**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): **October 20, 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 3.02. Unregistered Sales of Equity Securities.**

The text in Item 7.01 of this Current Report on Form 8-K regarding the issuance in kind by EnLink Midstream Partners, LP (the "Partnership") of 1,106,616 additional Series B Cumulative Convertible Preferred Units representing limited partner interests in the Partnership (the "Preferred Units") and the text in (i) Item 5.03 of the Partnership's Current Report on Form 8-K, dated January 7, 2016, filed with the Securities and Exchange Commission on January 12, 2016, and (ii) Item 3.02 of the Partnership's Current Report on Form 8-K, dated December 6, 2015, filed with the Securities and Exchange Commission on December 7, 2015, regarding the terms of the Preferred Units, is incorporated into this item by reference. The Partnership will issue 1,106,616 additional Preferred Units on November 11, 2016 in a private transaction exempt from registration under Section 4(2) of the Securities Act of 1933, as amended, and certain rules and regulations promulgated under that section.

**Item 7.01. Regulation FD Disclosure.**

On October 20, 2016, the Partnership issued a press release announcing that on November 11, 2016, it will pay a quarterly distribution to unitholders of record on October 31, 2016. The distribution will consist of (i) \$0.39 per common unit to its common unitholders and (ii) an aggregate amount of 1,106,616 additional Preferred Units issued in kind to its holder of the Preferred Units. 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").

**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 is 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 October 20, 2016.

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: October 20, 2016

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

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#### INDEX TO EXHIBITS

<u>EXHIBIT NUMBER</u>	<u>DESCRIPTION</u>
99.1	— Press Release dated October 20, 2016.

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**FOR IMMEDIATE RELEASE**  
**OCTOBER 20, 2016**

**Investors Contact:** Kate Walsh, Vice President of Investor Relations, 214-721-9696, kate.walsh@enlink.com

**Media Contact:** Jill McMillan, Vice President of Public Relations, 214-721-9271, jill.mcmillan@enlink.com

**EnLink Midstream Declares Quarterly Distributions for Third Quarter 2016**

**DALLAS, October 20, 2016** — The EnLink Midstream companies today announced quarterly distributions for EnLink Midstream Partners, LP (NYSE: ENLK) (the Master Limited Partnership) and EnLink Midstream, LLC (NYSE: ENLC) (the General Partner) for the third quarter of 2016:

- The quarterly distribution on the Master Limited Partnership's common units will be \$0.39 per common unit, which represents a flat distribution as compared to both the second quarter of 2016 and third quarter of 2015. The distribution is payable on November 11 to unitholders of record on October 31.
- The quarterly distribution on the General Partner's common units will be \$0.255 per common unit, which represents a flat distribution as compared to both the second quarter of 2016 and third quarter of 2015. The distribution is payable on November 14 to unitholders of record on October 31.

**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 11,000 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.

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

**Qualified Notice to Nominees:**

*This information is intended to be a qualified notice to nominees as provided for under Treasury Regulation Section 1.1446-4(b)(4) and (d). Under the rules applicable to publicly traded partnerships, 100 percent of the Master Limited Partnership's distributions to foreign investors are attributable to income that is effectively connected with a United States trade or business. Accordingly, all of the Master Limited Partnership's distributions to foreign investors are subject to federal income tax withholding at the highest effective tax rate.*

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