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

1. Title of Security (Instr. 3) 2. Trans				2A. Deemed	3.	4. Securities Acquired (A) or		5. Amount of	6. Ownership	7. Nature of		
		Table I - No	n-Derivative S	ecurities Acq	uired, Disp	osed of, or Beneficia	ally Ow	ned				
(City)	(State)	(Zip)										
(Street) DALLAS	ТХ	75201						Form filed by One Form filed by More		ng Person		
SUITE 1300				ndment, Date of Or	riginal Filed (Mo	nth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
1722 ROUTH STREET								Executiv	e Chairman			
(Last) (First) (Middle)			3. Date o 03/13/2	f Earliest Transacti 018	on (Month/Day/	Year)		Officer (give title below)		specify		
1. Name and Address of Reporting Person [*] DAVIS BARRY E				Name and Ticker o <u>k Midstream</u>	0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					

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 Disposed Of			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)			(Instr. 4)	
Common Units				03/13/2018		A ⁽¹⁾		48,796	Α	\$ <mark>0</mark>	690,370		D		
Common Units											50,042	2(2)(3)	Ι	By MK Holdings, LP	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date	4. Transaction	5. Number of Derivative	6. Date Expirati					8. Price of Derivative	9. Numbe derivative		11. Nature of Indirect	

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	 Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)				Expiration Date (Month/Day/Year)		Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported	Direct (D)	of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			

Explanation of Responses:

1. This is a grant of Restricted Incentive Units under the company's long term incentive plan which is scheduled to vest on January 1, 2021.

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

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

Michael J. Garberding, by power 03/15/2018

** 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.

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 Number.

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