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

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

						or Section	on 30(ł	n) of the In	vestme	nt Comp	pany Act of	1940						
						2. Issuer Name and Ticker or Trading Symbol EnLink Midstream, LLC [ENLC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
					3. Date of Earliest Transaction (Month/Day/Year)									Director Officer (give titl	e X		specify	
(Last) (First) (Middle)			08/13/2019									below)	0	below)				
200 WEST STREET				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)					Form filed by One Reporting Person X Form filed by More than One Reporting Person										ng Person			
NEW YORK NY 10282																-		
(City) (State) (Zip)																		
			Table I - No	n-Deri	vati	ve Se	curiti	es Acq	uired,	Disp	osed of,	or Benefic	ially Ow	ned				
Date				ransaction e onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)			es Acquired (A) Of (D) (Instr. 3,		5. Amount of Securities Beneficially Own Following Repor	ed or Indi	Direct (D) rect (I)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	· Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
												r Beneficia e securities		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. Transac Code (li 8)	tion	5. Num of Deriv Securit Acquire or Disp of (D) (Number 6. Date Exerc Derivative Expiration D		xercisat n Date	ble and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Benefici	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisal		piration te	Title	Amount or Number of Shares		(Instr. 4)				
Series B Cumulative Convertible Preferred Units ⁽³⁾	(3)	08/13/2019		J ⁽³⁾		148,257	7	(3)		(3)	Common Units	170,495.55	(3)	59,450,923	I	See footnote:	s ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾⁽⁷⁾	
		Reporting Person *																
WSIP I	Egypt Hol	<u>dings, LP</u>																
(Last) (First) (Middle) 200 WEST STREET																		
(Street) NEW YC	ORK	NY	NY 10282															
(City)		(State)	(Zip)															
		Reporting Person [*] HOLDINGS,																
(Last) (First) (Middle) 200 WEST STREET																		
(Street) NEW YORK NY 10282																		
(City)		(State)	(State) (Zip)															

1. Name and Address of Reporting Person *								
BROAD STREET INFRASTRUCTURE ADVISORS								
<u>III, L.L.C.</u>								
(Last)	(First)	(Middle)						
200 WEST STREE	Т							
(Street)								
NEW YORK	NY	10282						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person *								
BROAD STREET ENERGY ADVISORS AIV-1,								
<u>L.L.C.</u>								
(Last)	(First)	(Middle)						
200 WEST STREE	Т							
(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 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 Offshore Holding - B AIV-1, L.P. ("WS Holdings B"), Broad Street Infrastructure Advisors III, L.L.C. ("BS Infrastructure"), (continued in footnote 2)

2. and Broad Street Energy Advisors AIV-1, L.L.C. ("BS Energy AIV"), 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 August 13, 2019, (i) EnLink MidStream Partners, LP ("ENLK") issued to Enfield Holdings, L.P. ("Enfield Holdings") 148,257 Series B Cumulative Convertible Preferred Units (the "Series B Preferred Units, and (ii) EnLink Midstream, LLC (the "Issuer") issued to Enfield Holdings an equal number of Class C Common Units"). Pursuant to the terms of the Tenth Amended and Restated Agreement of Limited Partnership of ENLK, dated as of January 25, 2019, Enfield Holdings may exchange all or a portion of its Series B Preferred Units (along with a corresponding number of Class C Common Units) at any time for Common Units of the Issuer on a 1-for-1.15 basis, subject to certain adjustments. The right to exchange is not subject to an expiration date.

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 Enfield 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 Enfield 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 Enfield 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 Enfield 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/ Jennifer Lee, Attorney-in-fact	<u>08/15/2019</u>
/s/ Jennifer Lee, Attorney-in-fact	08/15/2019
/s/ Jennifer Lee, Attorney-in-fact	<u>08/15/2019</u>
/s/ Jennifer Lee, Attorney-in-fact	<u>08/15/2019</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.

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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POWER OF ATTORNEY<br />
<br />
KNOW ALL PERSONS BY THESE PRESENTS that BROAD STREET ENERGY<br />
ADVISORS AIV-1, L.L.C. (the "Company") does hereby make, <br />
constitute and appoint each of Jamison Yardley and Jennifer Lee, <br/>
acting individually, its true and lawful attorney, to execute<br />
and deliver in its name and on its behalf whether the Company is<br/>
acting individually or as representative of others, any and all<br />
filings required to be made by the Company under the Securities<br />
Exchange Act of 1934, (as amended, the "Act"), with respect to<br />
securities which may be deemed to be beneficially owned by the<br/>br />
Company under the Act, giving and granting unto each said<br />
attorney-in-fact power and authority to act in the premises as<br />
fully and to all intents and purposes as the Company might or<br/>>br />
could do if personally present by one of its authorized<br />
signatories, hereby ratifying and confirming all that said<br />
attorney-in-fact shall lawfully do or cause to be done by virtue<br/>br />
hereof.<br />
<br />
THIS POWER OF ATTORNEY shall remain in full force and effect<br />
until the earlier of (i) <br />
August 14, 2022 and (ii) such time that it is revoked in writing<br/>
by the undersigned; provided that in the event the<br />
attorney-in-fact ceases to be an employee of the Company or its<br />
affiliates or ceases to perform the function in connection with<br/>>br />
which he/she was appointed attorney-in-fact prior to such time,<br/>
this Power of Attorney shall cease to have effect in relation to<br />
such attorney-in-fact upon such cessation but shall continue in<br/>>br />
full force and effect in relation to any remaining<br />
attorneys-in-fact. The Company has the unrestricted right<br />
unilaterally to revoke this Power of Attorney.<br />
 <br />
This Power of Attorney shall be governed by, and construed in<br/>
accordance with, the laws of the State of New York, without<br />
regard to rules of conflicts of law.<br />
<br />
IN WITNESS WHEREOF, the undersigned has duly subscribed these<br />
presents as of August 14, 2019.<br />
 <br />
BROAD STREET ENERGY ADVISORS AIV-1, L.L.C.<br />
<br />
By: The Goldman Sachs Group, Inc., <br />
its Manager<br />
 <br />
 <br />
 <br />
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 <br />
By: William Y. Eng<br />
Name: William Y. Eng<br />
Title: Attorney-in-Fact
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POWER OF ATTORNEY<br />
<br />
KNOW ALL PERSONS BY THESE PRESENTS that BROAD STREET<br />
INFRASTRUCTURE ADVISORS III, L.L.C. (the "Company") does hereby<br />
make, constitute and appoint each of Jamison Yardley and<br />
Jennifer Lee, acting individually, its true and lawful attorney, <br />
to execute and deliver in its name and on its behalf whether the<br/>
Company is acting individually or as representative of others, <br />
any and all filings required to be made by the Company under the<br />
Securities Exchange Act of 1934, (as amended, the "Act"), with<br />
respect to securities which may be deemed to be beneficially<br/>br />
owned by the Company under the Act, giving and granting unto<br />
each said attorney-in-fact power and authority to act in the<br />
premises as fully and to all intents and purposes as the Company<br/>>br />
might or could do if personally present by one of its authorized<br />
signatories, hereby ratifying and confirming all that said<br />
attorney-in-fact shall lawfully do or cause to be done by virtue<br />
hereof.<br />
<br />
THIS POWER OF ATTORNEY shall remain in full force and effect<br />
until the earlier of (i) <br />
August 14, 2022 and (ii) such time that it is revoked in writing<br />
by the undersigned; provided that in the event the<br />
attorney-in-fact ceases to be an employee of the Company or its<br/>>
affiliates or ceases to perform the function in connection with<br/>>br />
which he/she was appointed attorney-in-fact prior to such time,<br/>
this Power of Attorney shall cease to have effect in relation to<br />
such attorney-in-fact upon such cessation but shall continue in<br/>>br />
full force and effect in relation to any remaining<br />
attorneys-in-fact. The Company has the unrestricted right<br />
unilaterally to revoke this Power of Attorney.<br />
 <br />
This Power of Attorney shall be governed by, and construed in<br/>
accordance with, the laws of the State of New York, without<br />
regard to rules of conflicts of law.<br />
<br />
IN WITNESS WHEREOF, the undersigned has duly subscribed these<br />
presents as of August 14, 2019.<br />
 <br />
 <br />
BROAD STREET INFRASTRUCTURE ADVISORS III, L.L.C.<br />
 <br />
By: The Goldman Sachs Group, Inc., <br />
its Manager<br />
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 <br />
By: William Y. Eng<br />
Name: William Y. Eng<br />
Title: Attorney-in-Fact
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POWER OF ATTORNEY<br />
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 KNOW ALL PERSONS BY THESE PRESENTS that WSEP EGYPT HOLDINGS, <br />
L.P. (the "Company") does hereby make, constitute and appoint<br />
each of Jamison Yardley and Jennifer Lee, acting individually, <br />
its true and lawful attorney, to execute and deliver in its name<br />
and on its behalf whether the Company is acting individually or<br/><br/>br /\!\!>
as representative of others, any and all filings required to be<br />
made by the Company under the Securities Exchange Act of 1934, <br/>
(as amended, the "Act"), with respect to securities which may be<br/><br/>br /\!\!>
deemed to be beneficially owned by the Company under the Act, <br />
giving and granting unto each said attorney-in-fact power and<br />
authority to act in the premises as fully and to all intents and<br />
purposes as the Company might or could do if personally present<br/>br />
by one of its authorized signatories, hereby ratifying and<br />
confirming all that said attorney-in-fact shall lawfully do or<br/>
cause to be done by virtue hereof.<br />
 <br />
THIS POWER OF ATTORNEY shall remain in full force and effect<br />
until the earlier of (i) <br />
August 14, 2022 and (ii) such time that it is revoked in writing<br/>
by the undersigned; provided that in the event the<br />
attorney-in-fact ceases to be an employee of the Company or its<br/>br />
affiliates or ceases to perform the function in connection with<br />
which he/she was appointed attorney-in-fact prior to such time, <br />
this Power of Attorney shall cease to have effect in relation to<br />
such attorney-in-fact upon such cessation but shall continue in<br/>>br />
full force and effect in relation to any remaining<br />
attorneys-in-fact. The Company has the unrestricted right<br />
unilaterally to revoke this Power of Attorney.<br />
<br />
This Power of Attorney shall be governed by, and construed in<br />
accordance with, the laws of the State of New York, without<br />
regard to rules of conflicts of law.<br />
<br />
IN WITNESS WHEREOF, the undersigned has duly subscribed these<br />
presents as of August 14, 2019.<br />
<br />
WSEP EGYPT HOLDINGS, L.P.<br />
<br />
By: Broad Street Energy Advisors AIV-1, L.L.C., <br />
its General Partner<br />
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 <br />
By: William Y. Eng<br />
Name: William Y. Eng<br />
Title: Attorney-in-Fact
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POWER OF ATTORNEY<br />
<br />
KNOW ALL PERSONS BY THESE PRESENTS that WSIP EGYPT HOLDINGS, L.P. <br/>
(the "Company") does hereby make, constitute and appoint each<br />
of Jamison Yardley and Jennifer Lee, acting individually, its<br/>>
true and lawful attorney, to execute and deliver in its name and<br />
on its behalf whether the Company is acting individually or as<br />
representative of others, any and all filings required to be<br />
made by the Company under the Securities Exchange Act of 1934, <br/>
(as amended, the "Act"), with respect to securities which may be<br/>
deemed to be beneficially owned by the Company under the Act, <br />
giving and granting unto each said attorney-in-fact power and<br />
authority to act in the premises as fully and to all intents and<br />
purposes as the Company might or could do if personally present<br/>br />
by one of its authorized signatories, hereby ratifying and<br />
confirming all that said attorney-in-fact shall lawfully do or<br/>
cause to be done by virtue hereof.<br />
 <br />
THIS POWER OF ATTORNEY shall remain in full force and effect<br />
until the earlier of (i) <br />
August 14, 2022 and (ii) such time that it is revoked in writing<br/>
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attorney-in-fact ceases to be an employee of the Company or its<br/>br />
affiliates or ceases to perform the function in connection with<br/>
which he/she was appointed attorney-in-fact prior to such time, <br />
this Power of Attorney shall cease to have effect in relation to<br />
such attorney-in-fact upon such cessation but shall continue in<br/>>br />
full force and effect in relation to any remaining<br />
attorneys-in-fact. The Company has the unrestricted right<br />
unilaterally to revoke this Power of Attorney.<br />
<br />
This Power of Attorney shall be governed by, and construed in<br />
accordance with, the laws of the State of New York, without<br />
regard to rules of conflicts of law.<br />
<br />
IN WITNESS WHEREOF, the undersigned has duly subscribed these<br />
presents as of August 14, 2019.<br />
 <br />
 <br />
WSIP EGYPT HOLDINGS, L.P.<br />
<br />
By: Broad Street Infrastructure Advisors III, L.L.C., <br />
its General Partner<br />
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 <br />
By: William Y. Eng<br />
Name: William Y. Eng<br />
Title: Attorney-in-Fact
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