

OMB APPROVAL	
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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. Name and Address of Reporting Person * <u>DEVON ENERGY CORP/DE</u>  (Last) (First) (Middle) <u>333 WEST SHERIDAN AVE.</u>  (Street) <u>OKLAHOMA CITY OK 73102</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EnLink Midstream Partners, LP [ ENLK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/03/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
	(City) (State) (Zip)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units	08/03/2015		C		36,629,888	A	(1)	180,339,951	I	See Footnote <sup>(2)(3)(4)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class E Common Units	(1)	08/03/2015		C		36,629,888		(1)	(1)	Common Units	36,629,888	(1)	0	I	See Footnote <sup>(2)(3)(4)</sup>

1. Name and Address of Reporting Person \*  
DEVON ENERGY CORP/DE  
 (Last) (First) (Middle)  
333 WEST SHERIDAN AVE.  
 (Street)  
OKLAHOMA CITY OK 73102  
 (City) (State) (Zip)

1. Name and Address of Reporting Person \*  
DEVON ENERGY CORP /OK/  
 (Last) (First) (Middle)  
333 WEST SHERIDAN AVE.  
 (Street)  
OKLAHOMA CITY OK 73102  
 (City) (State) (Zip)

1. Name and Address of Reporting Person *		
<u>Devon Gas Corp</u>		
(Last)	(First)	(Middle)
333 WEST SHERIDAN AVE.		
(Street)		
OKLAHOMA CITY	OK	73102
(City)	(State)	(Zip)

**Explanation of Responses:**

- On May 27, 2015, the Issuer entered into and consummated a Contribution and Transfer Agreement with Acacia Natural Gas Corp I, Inc. ("Acacia"), pursuant to which Acacia sold a 25% limited partner interest in EnLink Midstream Holdings, LP to the Issuer in exchange for 36,629,888 Class E common units ("Class E Units") representing limited partner interests of the Issuer. Each Class E Unit automatically converted into one common unit ("Common Unit") representing limited partner interests of the Issuer on August 3, 2015, the first business day following the record date for distribution payments with respect to the distribution of the quarter ended June 30, 2015 and had no expiration date.
- 87,128,717 of these Common Units are owned directly by Devon Gas Services, L.P. ("Devon Gas Services"), 7,531,883 are owned directly by Southwestern Gas Pipeline, L.L.C. ("Southwestern Gas"), 17,431,152 Common Units are owned directly by EnLink Midstream, Inc. (formerly known as Crosstex Energy, Inc.) ("EMI") and 68,248,199 Common Units are owned directly by Acacia. Of the 68,248,199 Common Units owned directly by Acacia, 36,629,888 Common Units converted from Class E Units as described in Footnote (1). Both Devon Gas Services and Southwestern Gas are indirect wholly owned subsidiaries of Devon Energy Corporation ("Devon"). Devon is a public company and owns 100% of the outstanding common stock of Devon Energy Corporation (Oklahoma) ("Devon OK"). Devon OK owns 100% of the outstanding common stock of Devon Gas Corporation ("Devon Gas").
- (Continued From Footnote 2) Devon Gas owns 100% of the limited partner interests of Devon Gas Services and 100% of the outstanding common stock of Devon Gas Operating, Inc. ("Devon Gas Operating"), the general partner of Devon Gas Services. Devon Gas also owns 100% of the outstanding limited liability company interests of Southwestern Gas. Due to these ownership interests, Devon, Devon OK and Devon Gas may be deemed to be beneficial owners of the Common Units owned by Devon Gas Services and Southwestern Gas.
- (Continued From Footnote 3) Each of Devon, Devon OK and Devon Gas disclaims beneficial ownership of the Common Units owned by Devon Gas Services and Southwestern Gas in excess of their pecuniary interests therein. Additionally, as the owner of 70.32% of the outstanding membership interest in EnLink Midstream, LLC ("EnLink Midstream") (as well as 100% of the outstanding membership interest in EnLink Midstream Manager, LLC, EnLink Midstream's managing member), which is the holder of 100% of the outstanding common stock of EMI and Acacia, Devon, Devon OK and Devon Gas may be deemed to be beneficial owners of the Common Units owned by EMI and Acacia. Each of Devon, Devon OK and Devon Gas disclaims beneficial ownership of the Common Units owned by EMI and Acacia in excess of their pecuniary interests therein.

**Remarks:**

EMI has the right to appoint all of the directors of EnLink Midstream GP, LLC, the general partner of the Issuer. Due to the relationships described in Footnotes (2), (3) and (4), each of Devon, Devon OK and Devon Gas may be deemed a director by deputation.

<u>/s/ Carla D. Brockman, Vice President Corporate Governance and Secretary of Devon Energy Corporation</u>	<u>08/05/2015</u>
<u>/s/ Carla D. Brockman, Vice President and Secretary of Devon Energy Corporation (Okla.)</u>	<u>08/05/2015</u>
<u>/s/ Carla D. Brockman, Vice President and Secretary of Devon Gas Corporation</u>	<u>08/05/2015</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.