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 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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 Addre	ess of Reporting Per		Name and Ticker o <u>k Midstream</u> ,					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) 1722 ROUTH S	(First)		3. Date of Earliest Transaction (Month/Day/Year) 03/06/2019						X Officer (give title Other (spe below) Executive Chairman					
SUITE 1300			4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)								X	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
DALLAS TX 75201											and one report	ng roroon		
(City)	(State)	(Zip)												
		Table I - No	n-Derivative S	ecurities Acq	uired,	Disp	osed of, or	Benefi	cially Ow	vned				
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	tion Date, Transaction Code (Instr.		4. Securities Ad Disposed Of (D Amount			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)			

Common Units			C	3/06/2019		A ⁽¹⁾		34,645	Α	\$ <mark>0</mark>	1,906	,005		D	
Common Units				3/06/2019		F		13,633	D	\$11.32	1,892	.,372		D	
Common Units											964,72	24 ⁽²⁾⁽³⁾			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			7. Title and A Securities Ur			9. Numbe derivative		10. Ownership	11. Nature of Indirect

 	Conversion or Exercise Price of Derivative Security	 	ľ		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Da (Month/Day/Y		Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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 vested immediately.

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 03/08/2019 of attorney Date

** Signature of Reporting Person

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.