

Edgar Filing: Summit Midstream Partners, LP - Form 4

COMMON UNITS (LIMITED PARTNER INTERESTS)			16,583 <u>(1)</u>	\$					BY: SMLP HOLDINGS, LLC
COMMON UNITS (LIMITED PARTNER INTERESTS)	02/09/2016	P	95,840 <u>(1)</u>	\$	A	14.66 <u>(3) (6)</u>	2,011,004	I	BY: SMLP HOLDINGS, LLC
COMMON UNITS (LIMITED PARTNER INTERESTS)							151,160	I	BY: SUMMIT MIDSTREAM PARTNERS, LLC
COMMON UNITS (LIMITED PARTNER INTERESTS)							5,293,571	I	BY: SUMMIT MIDSTREAM PARTNERS HOLDINGS, LLC

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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__Signature of Reporting Person

Date

Energy Capital Partners II, LLC By: /s/ Enoch O. Varner, Counsel

02/09/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Units were purchased pursuant to a 10b5-1 plan entered into on December 15, 2015.
- (2) These common units were purchased in multiple transactions ranging from \$16.52 to \$17.20, inclusive.
The price reported in Column 4 is a weighted average price. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of common units purchased at each separate price within the ranges set forth in footnotes 2, 4, 5 and 6.
- (3) These common units were purchased in multiple transactions ranging from \$14.78 to \$15.77, inclusive.
- (4) These common units were purchased in multiple transactions ranging from \$15.78 to \$16.22, inclusive.
- (5) These common units were purchased in multiple transactions ranging from \$14.20 to \$15.16, inclusive.
- (6) These common units were purchased in multiple transactions ranging from \$14.20 to \$15.16, inclusive.

Remarks:

Energy Capital Partners II, LP ("ECP II"), Energy Capital Partners II-A, LP ("ECP II-A"), Energy Capital Partners II-B (SMLP)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.