

Summit Midstream Partners, LP  
 Form 4  
 February 09, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ENERGY CAPITAL PARTNERS II, LLC**

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY, SUITE 200

(Street)

SHORT HILLS, NJ 07078

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Summit Midstream Partners, LP [SMLP]**

3. Date of Earliest Transaction (Month/Day/Year)  
 02/05/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 or Price   |  |   |
| COMMON UNITS (LIMITED PARTNER INTERESTS) | 02/05/2016                           |  | P                              |   | \$ 95,051 (1) 16.77 (2) (3)   | I  | BY: SMLP HOLDINGS, LLC                                |
| COMMON UNITS (LIMITED PARTNER INTERESTS) | 02/08/2016                           |  | P                              |   | \$ 79,257 (1) 15.3 (3) (4)  | I  | BY: SMLP HOLDINGS, LLC                                |
|  | 02/08/2016                           |  | P                              |   | 1,915,164   | I  |   |

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|  |            |   |                      |    |                         |           |   |  |   |
|--|------------|---|----------------------|----|-------------------------|-----------|---|--|---|
| COMMON<br>UNITS<br>(LIMITED<br>PARTNER<br>INTERESTS) |            |   | 16,583<br><u>(1)</u> | \$ | 16.07<br><u>(3) (5)</u> |           |   |  | BY: SMLP<br>HOLDINGS,<br>LLC                            |
| COMMON<br>UNITS<br>(LIMITED<br>PARTNER<br>INTERESTS) | 02/09/2016 | P | 95,840<br><u>(1)</u> | \$ | 14.66<br><u>(3) (6)</u> | 2,011,004 | I |  | BY: SMLP<br>HOLDINGS,<br>LLC                            |
| COMMON<br>UNITS<br>(LIMITED<br>PARTNER<br>INTERESTS) |            |   |                      |    |                         | 151,160   | I |  | BY: SUMMIT<br>MIDSTREAM<br>PARTNERS,<br>LLC             |
| COMMON<br>UNITS<br>(LIMITED<br>PARTNER<br>INTERESTS) |            |   |                      |    |                         | 5,293,571 | I |  | BY: SUMMIT<br>MIDSTREAM<br>PARTNERS<br>HOLDINGS,<br>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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   | Code V (A) (D)                       |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>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.

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