Edgar Filing: EQT GP Holdings, LP - Form 4

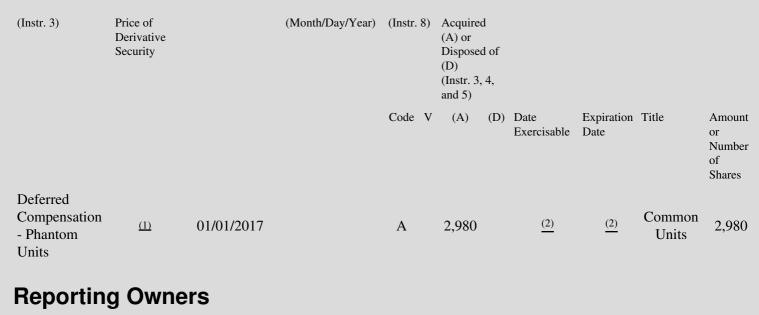
EQT GP Holding	gs, LP									
Form 4	7									
January 04, 2017								OMB A	PPROVAL	
FORM 4	UNITED	STATES					COMMISSIO		3235-0287	
Check this bo if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed pur Section 17(Washington, D.C. 20549 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							Expires:January 31, 2005Estimated average burden hours per response0.5	
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> THORINGTON STEPHEN A			2. Issuer Name and Ticker or Trading Symbol EQT GP Holdings, LP [EQGP]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	ransaction		(Ch	eck all applicabl	e)	
625 LIBERTY AVENUE, SUITE 1700			(Month/Day/Year) 01/01/2017				X_ Director 10% Owner Officer (give titleOther (specify below)Other (specify			
				nendment, Date Original fonth/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
PITTSBURGH,	PA 15222						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)	2A. Deeme Execution 1 any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 2 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Report o	n a separate line	e for each cla	ass of sec	urities bene	Perso	ns who res	or indirectly. spond to the collection and to the collection and the c		SEC 1474 (9-02)	

Persons who respond to the collection of SEC 143 information contained in this form are not (9-0 required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
THORINGTON STEPHEN A 625 LIBERTY AVENUE, SUITE 1700 PITTSBURGH, PA 15222	Х			
Signatures				
/s/ Jonathan M. Lushko, Attorney-in-Fac Thorington	01/04/2017			
**Signature of Reporting Pers	son			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) Each Phantom Unit is the economic equivalent of one Common Unit.
- (2) Phantom Units represent compensation that is deferred until retirement.

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.