

Sailor Rodney  
Form 4  
March 04, 2019

**FORM 4**

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

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 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 \*  
Sailor Rodney

2. Issuer Name and Ticker or Trading Symbol  
Enable Midstream Partners, LP  
[ENBL]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

(Last) (First) (Middle)

ONE LEADERSHIP SQUARE, 211  
NORTH ROBINSON AVENUE,  
SUITE 150

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2019

(Street)  
  
OKLAHOMA CITY, OK 73102

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Units Representing Limited Partner Interests | 03/01/2019                           |  | A                              | 61,419<br>(1)   | A \$ 0 415,288  | D  |   |
| Common Units Representing Limited                   | 03/01/2019                           |  | A                              | 414,984<br>(2)  | A \$ 0 830,272  | D  |   |

Partner  
Interests

Common  
Units

|   |            |   |                |   |             |         |   |
|---|------------|---|----------------|---|-------------|---------|---|
| Representing<br>Limited<br>Partner<br>Interests | 03/01/2019 | F | 181,861<br>(3) | D | \$<br>15.04 | 648,411 | D |
|---|------------|---|----------------|---|-------------|---------|---|

Common  
Units

|   |            |   |               |   |             |         |   |
|---|------------|---|---------------|---|-------------|---------|---|
| Representing<br>Limited<br>Partner<br>Interests | 03/01/2019 | F | 15,186<br>(4) | D | \$<br>15.04 | 633,225 | D |
|---|------------|---|---------------|---|-------------|---------|---|

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.**

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(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                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| Sailor Rodney<br>ONE LEADERSHIP SQUARE<br>211 NORTH ROBINSON AVENUE, SUITE 150<br>OKLAHOMA CITY, OK 73102 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ J. Brent Hagy,  
attorney-in-fact

03/01/2019

\_\_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) Represents time-vesting phantom units granted on March 1, 2019 under the Enable Midstream Partners, LP Long Term Incentive Plan. At vesting, the phantom units will be automatically settled in common units on a one-for-one basis.
- (2) Represents the vesting of performance units granted on June 1, 2016 under the Enable Midstream Partners, LP Long Term Incentive Plan. At vesting, the performance units automatically settled in common units on a one-for-one basis.
- (3) Represents common units withheld for taxes in connection with the vesting of performance units reported above.
- (4) Represents common units withheld for taxes in connection with the vesting of phantom units granted on June 1, 2016 under the Enable Midstream Partners, LP Long Term Incentive Plan.

### Remarks:

The Issuer is managed by the board of directors and executive officers of its general partner, Enable GP, LLC. The Reporting

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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