

ArcLight Capital Partners, LLC
 Form 4
 April 16, 2014

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 *
 ArcLight Capital Partners, LLC

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 200 CLARENDON STREET, 55TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 04/16/2014

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

(Street)
 BOSTON, MA 02117

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Units Representing Limited Partner Interests	04/16/2014		S		3,750,000 <u>(1)</u>	D	\$ 20
					47,777,730 <u>(2) (3)</u>	I	

See Footnotes (2) (3)

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

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number.

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. Number of Derivative Securities Beneficially Owned (Instr. 5)
				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
ArcLight Capital Partners, LLC 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
ArcLight Capital Holdings, LLC 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
Bronco Midstream Infrastructure, LLC 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
Enogex Holdings LLC 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
ArcLight Energy Partners Fund IV LP 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
ARCLIGHT ENERGY PARTNERS FUND V, L.P. 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		
Bronco Midstream Partners, L.P. 200 CLARENDON STREET, 55TH FLOOR BOSTON, MA 02117		X		

Signatures

ArcLight Capital Partners, LLC, /s/ Daniel R. Revers, Managing Partner	04/16/2014
__Signature of Reporting Person	Date
ArcLight Capital Holdings, LLC, /s/ Daniel R. Revers, Manager	04/16/2014
__Signature of Reporting Person	Date
Bronco Midstream Infrastructure, LLC, /s/ Daniel R. Revers, President	04/16/2014
__Signature of Reporting Person	Date
Enogex Holdings LLC, /s/ Daniel R. Revers, President	04/16/2014
__Signature of Reporting Person	Date
ArcLight Energy Partners Fund IV, L.P., By: ArcLight PEF GP IV, LLC, its general partner, By: ArcLight Capital Holdings, LLC, its manager, /s/ Daniel R. Revers, Managing Partner	04/16/2014
__Signature of Reporting Person	Date
ArcLight Energy Partners Fund V, L.P., By: ArcLight PEF GP V, LLC, its general partner, By: ArcLight Capital Holdings, LLC, its manager, /s/ Daniel R. Revers, Managing Partner	04/16/2014
__Signature of Reporting Person	Date
Bronco Midstream Partners, L.P., By: Bronco Partners GP, LLC, /s/ Daniel R. Revers, President	04/16/2014
__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) As described in the Registration Statement on Form S-1 (File No. 333-192542) (the "Registration Statement") filed by Enable Midstream Partners, LP (the "Issuer") in connection with the closing of the initial public offering of the Issuer, Enogex Holdings LLC ("Enogex Holdings") granted the underwriters a 30-day option to purchase up to an aggregate of 3,750,000 additional comment units, which the underwriters exercised in full.

(2) This Form 4 is being filed jointly by ArcLight Capital Partners, LLC, ArcLight Capital Holdings, LLC, ArcLight Energy Partners Fund V, L.P., ArcLight Energy Partners Fund IV, L.P., Bronco Midstream Partners, L.P., Bronco Midstream Infrastructure LLC ("Bronco") and Enogex Holdings (collectively with the foregoing and their respective general partners and subsidiaries, "ArcLight"). The common units reported herein are held by Enogex Holdings and Bronco. ArcLight Energy Partners Fund V, L.P., ArcLight Energy Partners Fund IV, L.P. and Bronco Midstream Partners, L.P. have monetary interests in the shares reported on this Form 4.

(3) (Continued from Footnote 2) ArcLight Capital Partners, LLC is the investment advisor for, and ArcLight Capital Holdings, LLC is the managing partner of the general partner of ArcLight Energy Partners Fund V, L.P. and ArcLight Energy Partners Fund IV, L.P. ArcLight Capital Holding, LLC is the sole member of the general partner of Bronco Midstream Partners, L.P. Each Reporting Person disclaims beneficial ownership except to the extent of their monetary interest therein.

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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