(Street)

(City)

**SUITE 1250** 

SHORT HILLS

NJ

(State)

07078

(Zip)

51 JOHN F. KENNEDY PARKWAY

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ENERGY CAPITAL PARTNERS II, LLC</u>					2. Issuer Name <b>and</b> Ticker or Trading Symbol Summit Midstream Partners, LP [ SMLP ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner  Officer (give title Other (specify below) below)  See Footnotes						
(Last) (First) (Middle) 51 JOHN F. KENNEDY PARKWAY SUITE 1250					3. Date of Earliest Transaction (Month/Day/Year) 05/26/2016															
(Street) SHORT HILLS NJ 07078			4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X  Form filed by More than One Reporting							
(City) (State) (Zip)				Person																
		Tab	e I - Non-Deriv	ative	Sec	uritie	s Acc	quire	d, Di	spose	d of	, or I	3enefic	ially O	wne	ed				
Date			2. Transaction Date (Month/Day/Year	Exe ) if ar	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			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amou	ınt	(A) o (D)	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)						
COMMON UNITS (LIMITED PARTNER INTERESTS)		05/26/2016				P		59,365(1)		A	\$2	20.85 <sup>(2)(3)</sup>	5,713,612		512	I <sup>(4)</sup>		BY: SMLP HOLDINGS, LLC		
	N UNITS (I R INTERES		05/27/2016				P		49,6	524 <sup>(1)</sup>	A	\$2	20.92 <sup>(2)(5</sup>	5,7	63,2	:36	I <sup>(4)</sup>			SMLP DINGS,
	OMMON UNITS (LIMITED ARTNER INTERESTS)		05/31/2016				P		55,907 <sup>()</sup>		A	\$	\$20.9(2)(6)		5,819,143		I <sup>(4)</sup>		BY: SMLP HOLDINGS, LLC	
	N UNITS (I R INTERES													29,7	703,4	421	<b>I</b> <sup>(7)</sup>		MIDS PART	SUMMIT STREAM INERS DINGS,
	N UNITS (I R INTERES													15	51,16	60	<b>I</b> <sup>(7)</sup>		MIDS	SUMMIT STREAM TNERS,
		Ta	able II - Derivat (e.g., p												ned					
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. Transa Code ( 8)		5. Nur of Deriva Secur Acqui (A) or Dispo of (D) (Instr. and 5)	ative ities red sed 3, 4	6. Date Expira (Month	tion Da			7. Title Amou Securi Under Deriva Securi and 4)	nt of ities lying itive ity (Instr. 3	8. Pric Deriva Securi (Instr.	itive ity	deriva Secur Benet Owne Follow Repor	rities ficially ed wing rted action(s)	10. Owne Form Direct or Ind (I) (Ins	t (D) lirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exerci	sable	Expirat Date		Title	Amount or Number of Shares							
		Reporting Person* TAL PARTN	ERS II, LLC																	
(Last)		(First)	(Middle)		-															

1. Name and Address ENERGY CAI	of Reporting Person*	RS II, LP
(Last) 51 JOHN F. KENN SUITE 1250	(First) NEDY PARKWAY	(Middle)
(Street) SHORT HILLS	NJ	07078
(City)	(State)	(Zip)
1. Name and Address ENERGY CAR	of Reporting Person* PITAL PARTNEF	RS II-A, LP
(Last) 51 JOHN F. KENN SUITE 1250	(First) NEDY PARKWAY	(Middle)
(Street) SHORT HILLS	NJ	07078
(City)	(State)	(Zip)
1. Name and Address ENERGY CAE	of Reporting Person <sup>*</sup> PITAL PARTNEF	RS II-B IP, LP
(Last) 51 JOHN F. KENI SUITE 1250	(First) NEDY PARKWAY	(Middle)
(Street) SHORT HILLS	NJ	07078
(City)	(State)	(Zip)
1. Name and Address ENERGY CAF (SUMMIT IP),	PITAL PARTNEF	RS II-C
(Last) 51 JOHN F. KENI SUITE 1250	(First) NEDY PARKWAY	(Middle)
(Street) SHORT HILLS	NJ	07078
(City)	(State)	(Zip)
1. Name and Address Energy Capital LP	of Reporting Person* Partners II (Sum	mit Co-Invest),
(Last) 51 JOHN F. KENN SUITE 1250	(First) NEDY PARKWAY	(Middle)
(Street) SHORT HILLS	NJ	07078
(City)	(State)	(Zip)

## Explanation of Responses:

- 1. Units were purchased pursuant to a 10b5-1 plan entered into on December 15, 2015.
- 2. 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 3, 5 and 6.
- $3.\ These\ common\ units\ were\ purchased\ in\ multiple\ transactions\ ranging\ from\ \$20.63\ to\ \$21.00,\ inclusive.$
- 4. Energy Capital Partners II, LP ("ECP II") and certain of its parallel funds (collectively, the "SMLP Holdings Owners") collectively hold all of the membership interests in SMLP Holdings, LLC("SMLP Holdings"). Energy Capital Partners II, LLC ("ECP") indirectly controls the SMLP Holdings Owners. Accordingly, ECP and the SMLP Holdings Owners may be deemed to indirectly beneficially own the 5,819,143 common units held by SMLP Holdings but disclaim beneficial ownership except to the extent of their pecuniary interest therein.
- 5. These common units were purchased in multiple transactions ranging from \$20.76 to \$21.00, inclusive.

6. These common units were purchased in multiple transactions ranging from \$20.81 to \$20.99, inclusive.

Capital Partners II-A, LP ("ECP II-A"), Energy Capital Partners II-B IP, LP ("ECP II-B"), Energy Capital Partners II-C (Summit IP), LP ("ECP II-C") and Energy Capital Partners II (Summit Co-Invest), LP ("ECP Summit Co-Invest" and together with ECP II, ECP II-B and ECP II-C, the "ECP Funds"), which collectively hold more than a majority of the membership interests in Summit Midstream Partners, LLC ("Summit") and are entitled to appoint all the directors of Summit. Summit is the sole member of Summit Midstream Partners Holdings, LLC ("SMPH") and may be deemed to have indirect beneficial ownership of the 29,703,421 common units held by SMPH in addition to the 151,160 common units held directly. Accordingly, ECP and the ECP Funds "by SMPH in addition to the indirectly beneficially own the 29,854,581 common units held by Summit and SMPH but disclaim beneficial ownership except to the extent of their pecuniary interest therein.

Energy Capital Partners II, LP By: Energy Capital Partners GP II, LP Its: General Partner

By: Energy Capital Partners II, 05/31/2016

<u>LLC Its: General Partner By:</u> /s/ Enoch O. Varner Title:

S/ Elloch O. va

Energy Capital Partners II-A,

<u>LP By: Energy Capital Partners</u> <u>GP II, LP Its: General Partner</u>

By: Energy Capital Partners II, 05/31/2016

LLC Its: General Partner By: /s/ Enoch O. Varner Title:

Counsel

Energy Capital Partners II-B IP, LP By: Energy Capital

Partners GP II, LP Its: General

Partner By: Energy Capital 05/31/2016

Partners II, LLC Its: General Partner By: /s/ Enoch O.

Varner Title: Counsel

Energy Capital Partners II-C
(Summit IP), LP By: Energy
Capital Partners GP II, LP Its:

General Partner By: Energy 05/31/2016

<u>Capital Partners II, LLC Its:</u> <u>General Partner By: /s/ Enoch</u>

O. Varner Title: Counsel

Energy Capital Partners II (Summit Co-Invest), LP By:

Energy Capital Partners GP II Co-Investment (Summit), LLC

Its: General Partner By: Energy 05

Capital Partners II, LLC Its:

Managing Member By: /s/

Enoch O. Varner Title: Counsel Energy Capital Partners II,

LLC By: /s/ Enoch O. Varner 05/31/2016
Title: Counsel

\*\* Signature of Reporting Person Date

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

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

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 Number.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).