

EnLink Midstream, LLC
Form 8-K
July 07, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): **July 7, 2014**

ENLINK MIDSTREAM, LLC

(Exact name of registrant as specified in its charter)

DELAWARE
(State or Other Jurisdiction of
Incorporation or Organization)

001-36336
(Commission File
Number)

46-4108528
(I.R.S. Employer Identification No.)

2501 CEDAR SPRINGS RD.

DALLAS, TEXAS
(Address of Principal Executive Offices)

75201
(Zip Code)

Registrant's telephone number, including area code: **(214) 953-9500**

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

EnLink Midstream, LLC (the Registrant) indirectly owns the general partner interest, the incentive distribution rights and a portion of the limited partner interests in EnLink Midstream Partners, LP (the Partnership).

On July 7, 2014, EnLink Midstream GP, LLC (the General Partner), the general partner of the Partnership, entered into the Seventh Amended and Restated Agreement of Limited Partnership of the Partnership (the LP Amendment), which consolidates all previous amendments into one document, removes certain provisions that are no longer applicable to the Partnership and makes certain other technical revisions.

Also on July 7, 2014, EnLink Midstream, Inc., the sole member of the General Partner, entered into the Third Amended and Restated Limited Liability Company Agreement of the General Partner (the GP Amendment and, together with the LP Amendment, the Amendments), which makes certain technical revisions and clarifies that the General Partner s Board of Directors has the authority to delegate any of its powers to the officers of the General Partner regardless of any powers that may be exclusive to a board of directors under the General Corporation Law of the State of Delaware.

The foregoing description of the Amendments is not complete and is qualified in its entirety by reference to the full and complete terms of the Amendments, which are filed as Exhibits 3.1 and 3.2 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| EXHIBIT NUMBER | DESCRIPTION |
|-----------------------|---|
| 3.1 | Seventh Amended and Restated Agreement of Limited Partnership of EnLink Midstream Partners, LP dated July 7, 2014 (incorporated by reference to Exhibit 3.1 to EnLink Midstream Partners, LP s Current Report on Form 8-K dated July 7, 2014, filed with the Commission on July 7, 2014). |
| 3.2 | Third Amended and Restated Limited Liability Company Agreement of EnLink Midstream GP, LLC dated July 7, 2014 (incorporated by reference to Exhibit 3.2 to EnLink Midstream Partners, LP s Current Report on Form 8-K dated July 7, 2014, filed with the Commission on July 7, 2014). |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ENLINK MIDSTREAM, LLC

By: EnLink Midstream Manager, LLC,
its Managing Member

Date: July 7, 2014

By: /s/ Michael J. Garberding
Michael J. Garberding
Executive Vice President and
Chief Financial Officer

INDEX TO EXHIBITS

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