

EnLink Midstream Partners, LP  
 Form 3  
 March 17, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â DEVON ENERGY CORP/DE			(Month/Day/Year)	EnLink Midstream Partners, LP [ENLK]	
(Last)	(First)	(Middle)	03/07/2014	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
333 WEST SHERIDAN AVE.				(Check all applicable)	
(Street)				<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
				<input type="checkbox"/> Officer	<input type="checkbox"/> Other
				(give title below)	(specify below)
OKLAHOMA				6. Individual or Joint/Group Filing(Check Applicable Line)	
CITY,Â OKÂ 73102				<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units	16,414,830	I <sup>(1)</sup>	See Footnote <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I)	
						(Instr. 5)	
Class B Common Units	Â (2)	Â (2)	Common Units	120,542,441	\$ (2)	I (3)	See Footnote (3)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEVON ENERGY CORP/DE 333 WEST SHERIDAN AVE. OKLAHOMA CITY,Â OKÂ 73102	Â X	Â X	Â	Â
DEVON ENERGY CORP /OK/ 333 WEST SHERIDAN AVE. OKLAHOMA CITY,Â OKÂ 73102	Â X	Â X	Â	Â
Devon Gas Corp 333 WEST SHERIDAN AVE. OKLAHOMA CITY,Â OKÂ 73102	Â X	Â X	Â	Â

## Signatures

/s/ Carla D. Brockman, Vice President Corporate Governance and Secretary of Devon Energy Corporation		03/17/2014
	**Signature of Reporting Person	Date
/s/ Carla D. Brockman, Vice President and Secretary of Devon Energy Corporation (Oklahoma)		03/17/2014
	**Signature of Reporting Person	Date
/s/ Carla D. Brockman, Vice President and Secretary of Devon Gas Corporation		03/17/2014
	**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These Common Units are owned directly by Crosstex Energy, Inc. ("Crosstex"). As the indirect owner of 70.4% of the outstanding membership interest in EnLink Midstream, LLC ("EnLink Midstream") (as well as 100% of the outstanding membership interest in EnLink Midstream Manager, LLC, EnLink Midstream's managing member ("EnLink Midstream Manager")), which is the holder of 100% of the outstanding common stock of Crosstex, each of Devon Energy Corporation ("Devon"), Devon Energy Corporation (Oklahoma) ("Devon OK") and Devon Gas Corporation ("Devon Gas") may be deemed to be beneficial owners of the reported Common Units.
- (2) Each Class B Common Unit will automatically convert into Common Units on a one-to-one basis on the first business day following the record date for the distribution payable with respect to the quarter ending March 31, 2014.
- 86,790,558 of these Class B Common Units are owned directly by Devon Gas Services, L.P. ("Devon Gas Services") and 33,751,883 are owned directly by Southwestern Gas Pipeline, Inc. ("Southwestern Gas"), each an indirect wholly owned subsidiary of Devon. Devon is a public company and owns 100% of the outstanding common stock of Devon OK. Devon OK owns 100% of the common stock of Devon Gas. Devon Gas owns 100% of the limited partner interests of Devon Gas Services and 100% of the outstanding common stock of Devon Gas Operating, Inc., the general partner of Devon Gas Services. Devon Gas also owns 100% of the outstanding common stock of Southwestern Gas. Due to these ownership interests, Devon, Devon OK and Devon Gas may be deemed to be beneficial owners of the reported Class B Common Units.

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**Remarks:**

Crosstex^ has^ the^ right^ to^ appoint^ all^ of^ the^ directors^ of^ EnLink^ Midstream^ GP,^ LLC,^ the^ general^

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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