Dick Teresa L. Form 4 July 25, 2017

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 5 obligations may continue.

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

burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address	s of Reporting Person
Dick Teresa I	

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Viper Energy Partners LP [VNOM]

(Check all applicable)

(Last)

(First) (Middle)

(Zip)

3. Date of Earliest Transaction

X_ Officer (give title

below)

10% Owner _ Other (specify

500 WEST TEXAS AVE, SUITE

1200

(City)

6. Individual or Joint/Group Filing(Check

Director

CFO, Exec. VP and Assist. Sec

(Street)

(State)

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

(Month/Day/Year)

07/21/2017

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person n Dominative Securities Acquired Disposed of an Boneficially O

MIDLAND, TX 79071

(- 3)	(/	1 able 1	- Non-Dei	rivative Se	curities	Acquii	rea, Disposea oi,	or Beneficial	y Ownea
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties Acq	uired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction	or(A) or Di	sposed o	of (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and 5))	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			α . α	A	or (D)	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			

Common Units

representing 07/21/2017 limited

D

partner interests

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4. T	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						· ·
					4, and 5)						
					.,						
									Amount		
						Date	Evaluation		or		
							Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Dick Teresa L. 500 WEST TEXAS AVE, SUITE 1200 MIDLAND, TX 79071			CFO, Exec. VP and Assist. Sec				

Signatures

/s/ Randall J. Holder, as attorney-in-fact for Teresa L. Dick 07/25/2017

**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) These common units were purchased directly from underwriters in a public offering of the Issuer's common units, which closed on July 21, 2017, at a price to the public of \$14.75 per common unit.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2