

Summit Midstream Partners, LP
 Form 4
 June 25, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
SUMMIT MIDSTREAM PARTNERS HOLDINGS, LLC

2. Issuer Name and Ticker or Trading Symbol
Summit Midstream Partners, LP [SMLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/21/2013

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

SEE REMARKS

C/O SUMMIT MIDSTREAM PARTNERS LP, 2100 MCKINNEY AVENUE, SUITE 1250

(Street)

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

DALLAS, TX 75201

(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 (LIMITED PARTNER INTERESTS)	06/21/2013		P		3,107,698	A	\$ 31.53
					14,691,397	D	(1)

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
SUMMIT MIDSTREAM PARTNERS HOLDINGS, LLC C/O SUMMIT MIDSTREAM PARTNERS LP 2100 MCKINNEY AVENUE, SUITE 1250 DALLAS, TX 75201	X	X		SEE REMARKS
SUMMIT MIDSTREAM PARTNERS, LLC 2100 MCKINNEY AVENUE, SUITE 1250 DALLAS, TX 75201	X	X		
SUMMIT MIDSTREAM GP, LLC C/O SUMMIT MIDSTREAM PARTNERS, LLC 2100 MCKINNEY AVENUE, SUITE 1250 DALLAS, TX 75201			X	
ENERGY CAPITAL PARTNERS II, LLC 51 JOHN F. KENNEDY PARKWAY, SUITE 200 SHORT HILLS, NJ 07078	X	X		
ENERGY CAPITAL PARTNERS II, LP 51 JOHN F. KENNEDY PARKWAY, SUITE 200 SHORT HILLS, NJ 07078			X	
ENERGY CAPITAL PARTNERS II-A, LP 51 JOHN F. KENNEDY PARKWAY, SUITE 200 SHORT HILLS, NJ 07078			X	
ENERGY CAPITAL PARTNERS II-B IP, LP 51 JOHN F. KENNEDY PARKWAY, SUITE 200			X	

SHORT HILLS, NJ 07078

ENERGY CAPITAL PARTNERS II-C (SUMMIT IP), LP
51 JOHN F. KENNEDY PARKWAY, SUITE 200 X
SHORT HILLS, NJ 07078

Energy Capital Partners II (Summit Co-Invest), LP
51 JOHN F. KENNEDY PARKWAY, SUITE 200 X
SHORT HILLS, NJ 07078

Signatures

/s/ Brock M. Degeyter, Senior Vice President, General Counsel and Secretary, Summit Midstream Partners Holdings, LLC 06/24/2013

__Signature of Reporting Person Date

/s/ Steven J. Newby, President and Chief Executive Officer, Summit Midstream Partners, LLC 06/24/2013

__Signature of Reporting Person Date

/s/ Steven J. Newby, President and Chief Executive Officer, Summit Midstream GP, LLC 06/24/2013

__Signature of Reporting Person Date

/s/ Christopher M. Leininger, Deputy General Counsel, Energy Capital Partners II, LLC 06/25/2013

__Signature of Reporting Person Date

Energy Capital Partners II, LP; By: Energy Capital Partners GP II, LP, its General Partner; By: Energy Capital Partners II, LLC, its General Partner; By: /s/ Christopher M. Leininger, Deputy General Counsel 06/25/2013

__Signature of Reporting Person Date

Energy Capital Partners II-A, LP; By: Energy Capital Partners GP II, LP, its General Partner; By: Energy Capital Partners II, LLC, its General Partner; By: /s/ Christopher M. Leininger, Deputy General Counsel 06/25/2013

__Signature of Reporting Person Date

Energy Capital Partners II-B IP, LP; By: Energy Capital Partners GP II, LP, its General Partner; By: Energy Capital Partners II, LLC, its General Partner; By: /s/ Christopher M. Leininger, Deputy General Counsel 06/25/2013

__Signature of Reporting Person Date

Energy Capital Partners II-C (Summit IP), LP; By: Energy Capital Partners GP II, LP, its General Partner; By: Energy Capital Partners II, LLC, its General Partner; By: /s/ Christopher M. Leininger, Deputy General Counsel 06/25/2013

__Signature of Reporting Person Date

Energy Capital Partners II (Summit Co-Invest), LP; By: Energy Capital Partners GP II Co-Investment (Summit), LLC, its General Partner; By: Energy Capital Partners II, LLC, its Managing Member; By: /s/ Christopher M. Leininger, Deputy General Counsel 06/25/2013

__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) On June 21, 2013, (a) the Issuer issued to Summit Midstream Partners Holdings, LLC ("SMPH") and SMPH purchased, 3,107,698 common units representing limited partner interests in the Issuer; and (b) the general partner of the Issuer, of which SMPH is the sole owner, purchased 63,422 general partner units.

Remarks:

Energy Capital Partners II, LLC ("ECP"), Energy Capital Partners II, LP ("ECP II"), Energy Capital Partners II-A, LP ("ECP I

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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