

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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>Nelly Christian M.</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/28/2020	3. Issuer Name and Ticker or Trading Symbol <u>ENTERPRISE PRODUCTS PARTNERS L.P. [EPD]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP-Finance and Treasurer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>1100 LOUISIANA STREET</u> <u>SUITE 1000</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>HOUSTON TX 77002</u>			
(City) (State) (Zip)			

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)
<u>Common Units Representing Limited Partnership Interests</u>	<u>66,338</u>	<u>D</u>	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Phantom Units</u>	<u>(1)</u>	<u>(1)</u>	<u>Common Units</u>	<u>2,462</u>	<u>(2)</u>	<u>D</u>
<u>Phantom Units</u>	<u>(3)</u>	<u>(3)</u>	<u>Common Units</u>	<u>4,510</u>	<u>(2)</u>	<u>D</u>
<u>Phantom Units</u>	<u>(4)</u>	<u>(4)</u>	<u>Common Units</u>	<u>11,250</u>	<u>(2)</u>	<u>D</u>
<u>Phantom Units</u>	<u>(5)</u>	<u>(5)</u>	<u>Common Units</u>	<u>25,000</u>	<u>(2)</u>	<u>D</u>
<u>Class B limited partner interest in EPD PubCo II</u>	<u>(6)(7)</u>	<u>(6)(7)</u>	<u>Common Units</u>	<u>0⁽⁷⁾</u>	<u>0.00⁽⁷⁾</u>	<u>D</u>
<u>Class B limited partner interest in EPD IV</u>	<u>(8)(9)</u>	<u>(8)(9)</u>	<u>Common Units</u>	<u>0⁽⁹⁾</u>	<u>0.00⁽⁹⁾</u>	<u>D⁽¹⁰⁾</u>

Explanation of Responses:

- These phantom units vest in one remaining annual installment on February 16, 2020. The remaining annual installment will expire upon vesting and settlement thereof in exchange for an equal number of Enterprise Products Partners L.P. ("EPD") common units.
- Each phantom unit is the economic equivalent of one EPD common unit.
- These phantom units vest in two remaining equal annual installments beginning on February 16, 2020. Each remaining annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- These phantom units vest in three remaining equal annual installments beginning on February 16, 2020. Each remaining annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- These phantom units vest in four equal annual installments beginning on February 16, 2020. Each annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- The reporting person is an owner of a Class B limited partner interest in EPD PubCo Unit II L.P. ("EPD PubCo II"), a Delaware limited partnership established for the benefit of certain employees of Enterprise Products Company ("EPCO"). EPD PubCo II owns directly 2,834,198 EPD common units. EPCO Holdings, Inc. ("EPCO Holdings"), a wholly owned subsidiary of EPCO, is the sole Class A limited partner and EPCO is the general partner of EPD PubCo II. The reporting person acquired the Class B limited partner interest in EPD PubCo II from a grant of such interest by EPCO, in its capacity as general partner of EPD PubCo II, in accordance with its limited partnership agreement.
- Within 30 days after February 22, 2021 (or an earlier vesting date), EPD PubCo II will be liquidated and expects to distribute to the Class A limited partner a total number of common units having a fair market value equal to \$66,348,575.18. Any remaining common units will be either distributed to the Class B limited partners in kind, or sold with the resulting proceeds distributed, pro rata relative to their share in EPD PubCo II. The Class B limited partner interests are subject to forfeiture.
- The reporting person is an owner of a Class B limited partner interest in EPD 2018 Unit IV L.P. ("EPD IV"), a Delaware limited partnership established for the benefit of certain employees of EPCO. EPD IV owns directly 6,400,000 EPD common units. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of EPD IV. The reporting person acquired the Class B limited partner interest in EPD IV from a grant of such interest by EPCO, in its capacity as general partner of EPD IV, in accordance with its limited partnership agreement.
- Within 30 days after December 3, 2023 (or an earlier vesting date), EPD IV will be liquidated and expects to distribute to the Class A limited partner a total number of common units having a fair market value equal to \$172,928,000.00. Any remaining common units will be either distributed to the Class B limited partners in kind, or sold with the resulting proceeds distributed, pro rata relative to their share in EPD IV. The Class B limited partner interests are subject to forfeiture.
- The power of attorney under which this form was signed is attached.

Remarks:

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of Christian M. Nelly 02/06/2020

** Signature of Reporting Person Date

* 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).

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.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THIS DOCUMENT: That Christian M. Nelly has made, constituted, and appointed, and by this document does make, constitute, and appoint CHRISTOPHER S. WADE and WENDI S. BICKETT, of the County of Harris, State of Texas, whose signatures are:

/s/Christopher S. Wade

Christopher S. Wade, Attorney-in-Fact

/s/Wendi S. Bickett

Wendi S. Bickett, Attorney-in-Fact

or any of them, signing singly, its true and lawful attorney-in-fact, and in its name, place, and stead to:

1. Execute, deliver and file on behalf of the undersigned, in the undersigned's capacity as a director and/or officer of Enterprise Products Holdings LLC, the sole general partner of Enterprise Products Partners L.P., (the "Company") any U.S. Securities and Exchange Commission Form 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder with respect to holdings of or trading in securities issued by the Company;
2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form or any amendment thereto with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. Take any other action of any type whatsoever in connection with or in furtherance of the matters described in paragraphs 1 and 2 above which in the opinion of its attorney-in-fact may be of benefit to, and in the best interest of, or legally required by, the undersigned.

Giving and granting to each such attorney-in-fact full power and authority to do and perform every act necessary and proper to be done in the exercise of the foregoing powers as fully as it might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that each attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30th day of January, 2020.

/s/Christian M. Nelly
Christian M. Nelly