SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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[*] Bacon Graham W. (Last)　　(First)　　(Middle) 1100 LOUISIANA STREET SUITE 1000 (Street) HOUSTON　　TX　　77002 (City)　　(State)　　(Zip)	2. Issuer Name **and** Ticker or Trading Symbol ENTERPRISE PRODUCTS PARTNERS L P [EPD] 3. Date of Earliest Transaction (Month/Day/Year) 02/16/2019 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 　　Director　　　　10% Owner X　Officer (give title below)　　Other (specify below) **Executive Vice President** 6. Individual or Joint/Group Filing (Check Applicable Line) X　Form filed by One Reporting Person 　　Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units Representing Limited Partnership Interests	02/16/2019		M		16,250	A	(1)	222,363	D	
Common Units Representing Limited Partnership Interests	02/16/2019		F		6,395	D	$28.54	215,968	D	
Common Units Representing Limited Partnership Interests	02/16/2019		M		14,500	A	(1)	230,468	D	
Common Units Representing Limited Partnership Interests	02/16/2019		F		5,706	D	$28.54	224,762	D	
Common Units Representing Limited Partnership Interests	02/16/2019		M		17,000	A	(1)	241,762	D	
Common Units Representing Limited Partnership Interests	02/16/2019		F		6,690	D	$28.54	235,072	D	
Common Units Representing Limited Partnership Interests	02/18/2019		M		7,500	A	(1)	242,572	D	
Common Units Representing Limited Partnership Interests	02/18/2019		F		2,952	D	$28.54	239,620	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Units	(1)	02/18/2019		M			7,500	(2)	(2)	Common Units	7,500	$0.00	0	D	
Phantom Units	(1)	02/16/2019		M			16,250	(3)	(3)	Common Units	16,250	$0.00	16,250	D	
Phantom Units	(1)	02/16/2019		M			14,500	(4)	(4)	Common Units	14,500	$0.00	29,000	D	
Phantom Units	(1)	02/16/2019		M			17,000	(5)	(5)	Common Units	17,000	$0.00	51,000	D	
Phantom Units	(1)							(6)	(6)	Common Units	85,000		85,000	D[7]	

Explanation of Responses:

1. Each phantom unit is the economic equivalent of one Enterprise Products Partners L.P. ("EPD") common unit.

2. These phantom units vest in one remaining annual installment on February 18, 2019. The remaining annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.

3. These phantom units vest in two remaining equal annual installments beginning on February 16, 2019. Each remaining annual installment will expire upon vesting and settlement thereof in exchange for an

equal number of EPD common units.

4. These phantom units vest in three remaining equal annual installments beginning on February 16, 2019. Each remaining annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.

5. These phantom units vest in four equal annual installments beginning on February 16, 2019. Each annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.

6. 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.

7. The power of attorney under which this form was signed is on file with the Commission.

Remarks:

Transaction Code M - Exercise or conversion of derivative security exempted pursuant to Rule 16b-3; Transaction Code F - Payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of Graham W. Bacon	02/20/2019
** Signature of Reporting Person	Date

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

* 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).

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.