

ENTERPRISE PRODUCTS PARTNERS L P  
 Form 4  
 February 22, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

**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 \*  
 Secret Brent B.

2. Issuer Name and Ticker or Trading Symbol  
 ENTERPRISE PRODUCTS PARTNERS L P [EPD]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Senior Vice President

(Last) (First) (Middle)  
 1100 LOUISIANA STREET, SUITE 1000  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/18/2017

HOUSTON, TX 77002

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

(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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
|   |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Units Representing Limited Partnership Interests | 02/18/2017                           |  | M                              | 2,500 A   | \$ 24,799   | D  |  |
| Common Units Representing Limited Partnership Interests | 02/18/2017                           |  | F                              | 684 D   | \$ 24,115 28.77   | D  |  |

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Interests

Common  
Units

|   |            |   |       |   |            |        |   |
|---|------------|---|-------|---|------------|--------|---|
| Representing<br>Limited<br>Partnership<br>Interests | 02/19/2017 | M | 3,250 | A | <u>(1)</u> | 27,365 | D |
|---|------------|---|-------|---|------------|--------|---|

Common  
Units

|   |            |   |     |   |             |        |   |
|---|------------|---|-----|---|-------------|--------|---|
| Representing<br>Limited<br>Partnership<br>Interests | 02/19/2017 | F | 889 | D | \$<br>28.77 | 26,476 | D |
|---|------------|---|-----|---|-------------|--------|---|

Common  
Units

|   |            |   |     |   |             |        |   |
|---|------------|---|-----|---|-------------|--------|---|
| Representing<br>Limited<br>Partnership<br>Interests | 02/19/2017 | F | 958 | D | \$<br>28.77 | 25,518 | D |
|---|------------|---|-----|---|-------------|--------|---|

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 3) |                                     |    |
|---|--|---|---|--------------------------------------|---|--|---|--|-------------------------------------|----|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title  | Amount<br>or<br>Number<br>of Shares |    |
| Phantom<br>Units                                    | <u>(1)</u>   | 02/19/2017                              |   | M                                    | 3,250   | <u>(2)</u>   | <u>(2)</u>  | Common<br>Units  | 3,250                               | \$ |
| Phantom<br>Units                                    | <u>(1)</u>   | 02/18/2017                              |   | M                                    | 2,500   | <u>(3)</u>   | <u>(3)</u>  | Common<br>Units  | 2,500                               | \$ |
| Phantom<br>Units                                    | <u>(1)</u>   |   |   |                                      |   | <u>(4)</u>   | <u>(4)</u>  | Common<br>Units  | 9,375                               |    |

|                  |     |     |     |                 |        |
|------------------|-----|-----|-----|-----------------|--------|
| Phantom<br>Units | (1) | (5) | (5) | Common<br>Units | 40,000 |
|------------------|-----|-----|-----|-----------------|--------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Secret Brent B.<br>1100 LOUISIANA STREET<br>SUITE 1000<br>HOUSTON, TX 77002 |               |           | Senior Vice President |       |

## Signatures

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of Brent B.  
Secret

02/22/2017

\_\_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) Each phantom unit is the economic equivalent of one Enterprise Products Partners L.P. ("EPD") common unit.
- (2) These phantom units vest in two remaining equal annual installments beginning on February 19, 2017. Each 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 three remaining equal annual installments beginning on February 18, 2017. 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, 2018. 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, 2018. Each annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- (6) 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 - Pa

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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