

NATIONAL GRID PLC
Form 4
February 20, 2018

FORM 4

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

OMB APPROVAL

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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 *
NATIONAL GRID PLC

2. Issuer Name and Ticker or Trading Symbol
Dominion Energy Midstream Partners, LP [DM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2018

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

1-3 STRAND

(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

LONDON, X0 WC2N5EH

(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	02/15/2018		S	6,783,373	D \$ 25.2553	0	I	Through indirect subsidiaries Northeast Transmission Co., Inc. and National Grid IGTS Corp. (1) (2)

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

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SEC 1474 (9-02)

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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 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 Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NATIONAL GRID PLC 1-3 STRAND LONDON, X0 WC2N5EH		X		

Signatures

/s/ Macdara Nash 02/20/2018

**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) North East Transmission Co., Inc. disposed of 6,450,854 Common Units. National Grid plc is the ultimate parent of Northeast Transmission Co., Inc. through its subsidiaries National Grid (US) Holdings Limited, National Grid (US) Investments 4 Limited, National Grid (US) Partner 1 Limited, National Grid North America Inc., National Grid USA, KeySpan Corporation, KeySpan Energy Corporation and The Brooklyn Union Gas Company.

(2) National Grid IGTS Corp. disposed of 332,519 Common Units. National Grid plc is the ultimate parent of National Grid IGTS Corp. through its subsidiaries National Grid (US) Holdings Limited, National Grid (US) Investments 4 Limited, National Grid (US) Partner 1 Limited, National Grid North America Inc., National Grid USA, KeySpan Corporation, KeySpan Energy Corporation and National Grid Development Holdings Corp.

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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