Partnership Interests

Common Units Representing Limited

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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OMB APPROVAL										
OMB Number: 3235-0287										
Estimated average burden										

Holdings⁽⁴⁾

By EPCO

By EPD

Investments⁽⁵⁾

PubCo II(6)(7)

By EPD IV(8)

By EPCO

II(10)(11)

By EPD

By RDW

Family

Trust⁽¹⁴⁾ By DGD

Family

Trust⁽¹⁵⁾ By MDF

Family

Trust(16) By SDD

Family

Turst⁽¹⁷⁾ By RLD

Grantor

Trust(18) By DGD

Grantor

Trust(19) By MDD

Grantor

Trust⁽²⁰⁾

PrivCo I(12)(13)

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4,346,154

2,834,198

6,400,000

1,600,000

1,111,438

4,745,718

4,745,718

4,745,718

4,745,718

469,923

469,923

469,923

to Section 16.	if no longer subject Form 4 or Form 5 y continue. See).	81		pursua	ent to Section 16(ection 30(h) of the	(a) of the	e Sec	urities Exchar	nge Act	of 1934	KSHIP	Estimated avera	·	
1. Name and Address of Reporting Person* WILLIAMS RANDA DUNCAN (Last) (First) (Middle) 1100 LOUISIANA STREET SUITE 1000 (Street)				EN7 L.P.	suer Name and TTERPRISE LEPD te of Earliest Tra 5/2020	PRO	<u>DU</u>	ČTŚ PAR			5. Relationship of R Check all applicabl X Director Officer (giv below)	e) X re title	n(s) to Issuer 10% Owner Other (specify below)	
(Street) HOUSTON (City)	TX (State)	77002 (Zip)	2	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Application) Form filed by One Reporting Person X Form filed by More than One Reporting Person			
	Та	ıble I - N	Non-Derivat	tive S	Securities A	cquire	ed, D	isposed o	of, or l	3enefic	ially Owned			
Date		2. Transaction Date (Month/Day/Yea	ar) if	A. Deemed xecution Date, any Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following		7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Series A Cumu Preferred Units	lative Convertible	;	11/15/2020	0		J ⁽¹⁾		138(1)	A	(1)	15,138	I	By Manxome Investors ⁽²⁾	
Common Units Partnership Inte	Representing Linerests	nited									70,408,549	I	By EPCO ⁽³⁾	
Common Units	Representing Lin	nited									593,479,815	I	By EPCO	

1. Title of Security (Instr. 3)		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date if any (Month/Day/Yea		3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 3, 4		5. Amount of Securities Beneficially Owned Following Reported		6. Owners Form: Dire (D) or Indirect (I) (Instr. 4)		t cial ship	
							ď	Code	v	Amount	(A) or (D)	Price	Transaction((Instr. 3 and	n(s)	(instr. 4)	(IIIau.	")
Common Units Representing Limited Partnership Interests		ı										469,92	3	I	By S Irrev Trust	ocable	
	Units Repr	esenting Limited	ı										435,33	7	I	By A	
	Common Units Representing Limited Partnership Interests		I										72,448	3	I	By C	haswil,
Common Units Representing Limited Partnership Interests		I										9,090		I	By sp	oouse	
Common Units Representing Limited Partnership Interests		I										4,040		I	Joint spou	ly with se ⁽²⁴⁾	
		Tal	ole II - Deriva (e.g., p							posed of, converti				d		,	
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. Transact Code (In:					Expiration (Month/Dates d			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)	ative rities ficially ed wing orted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)
				Cod	e v	(A)	(D)	Date	e rcisable	Expiration Date	Title	Amount or Number of Shares					

1. Name and Address of Reporting Person* WILLIAMS RANDA DUNCAN										
(Last) 1100 LO SUITE 1	UISIANA :	(First) STREET	(Middle)							
(Street)	ON	TX	77002							
(City)		(State)	(Zip)							
1	1. Name and Address of Reporting Person* <u>Enterprise Products Co</u>									
(Last) 1100 LO SUITE 1	UISIANA :	(First) STREET	(Middle)							
(Street)	ON	TX	77002							
(City)		(State)	(Zip)							
1	nd Address of <u>Holdings</u>	Reporting Person*								
(Last) 1100 LO SUITE 1	UISIANA :	(First) STREET	(Middle)							
(Street)	ON	TX	77002							
(City)		(State)	(Zip)							

Explanation of Responses:

I. Reflects the receipt (effective as of November 15, 2020) of the holder's pro rata portion of a paid-in-kind quarterly distribution on the issuer's outstanding Series A Cumulative Convertible Preferred Units ("Preferred Units") in accordance with the terms and conditions of the issuer's partnership agreement.

2. These Preferred Units are owned directly by Manxome Investors L.P. ("Manxome Investors"). The Preferred Units are convertible into Common Units of the issuer pursuant to and in accordance with

the terms and conditions of the issuer's partnership agreement, including a floating conversion ratio based on the market price of the Common Units as of the date of conversion. The number of Preferred Units owned by Manxome Investors may increase from time to time to the extent distributions on the Preferred Units are paid in kind. Ms. Williams serves as a director of the entity manager of Manxome Investors' general partner. Ms. Williams disclaims beneficial ownership of the Preferred Units owned directly by Manxome Investors, except to the extent of her pecuniary interest therein.

- 3. These Common Units are owned directly by Enterprise Products Company ("EPCO"). Ms. Williams serves as one of three voting trustees who collectively have voting and dispositive power over a majority of the outstanding voting stock of EPCO. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by EPCO, except to the extent of her pecuniary interest therein.
- 4. These Common Units are owned directly by EPCO Holdings, Inc. ("EPCO Holdings"), which is a direct wholly owned subsidiary of EPCO. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by EPCO Holdings, except to the extent of her pecuniary interest therein.
- 5. These Common Units are owned directly by EPCO Investments L.P. ("EPCO Investments"). EPCO directly owns 100% of the outstanding limited partner interests in EPCO Investments. Ms. Williams serves as an officer and manager of EPCO Investments GP LLC, the general partner of EPCO Investments and an affiliate of EPCO. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by EPCO Investments, except to the extent of her pecuniary interest therein.
- 6. These Common Units are owned directly by EPD PubCo Unit II L.P., a Delaware limited partnership ("EPD PubCo II"), established for the benefit of certain EPCO employees who are its Class B limited partners. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of EPD PubCo II. The Common Units are beneficially owned by EPCO and EPCO Holdings to the extent of the interest of EPCO Holdings in these securities as a Class A limited partner in EPD PubCo II. Ms. Williams disclaims beneficial ownership of these Common Units, except to the extent of her pecuniary interest therein.
- 7. Within 30 days after February 22, 2023 (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.
- 8. These Common Units are owned directly by EPD 2018 Unit IV L.P., a Delaware limited partnership ("EPD IV"), established for the benefit of certain EPCO employees who are its Class B limited partners. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of EPD IV. The Common Units are beneficially owned by EPCO and EPCO Holdings to the extent of the interest of EPCO Holdings in these securities as a Class A limited partner in EPD IV. Ms. Williams disclaims beneficial ownership of these Common Units, except to the extent of her pecuniary interest therein
- 9. 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. 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.
- 10. These Common Units are owned directly by EPCO Unit II L.P., a Delaware limited partnership ("EPCO II"), established for the benefit of certain EPCO employees who are its Class B limited partners. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of EPCO II. The Common Units are beneficially owned by EPCO and EPCO Holdings to the extent of the interest of EPCO Holdings in these securities as a Class A limited partner in EPCO II. Ms. Williams disclaims beneficial ownership of these Common Units, except to the extent of her pecuniary interest therein.
- 11. Within 30 days after December 3, 2023 (or an earlier vesting date), EPCO 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 \$43,232,000. 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 EPCO II. The Class B limited partner interests are subject to forfeiture.
- 12. These Common Units are owned directly by EPD PrivCo Unit I L.P., a Delaware limited partnership ("EPD PrivCo I"), established for the benefit of certain EPCO employees who are its Class B limited partners. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of EPD PrivCo I. The Common Units are beneficially owned by EPCO and EPCO Holdings to the extent of the interest of EPCO Holdings in these securities as a Class A limited partner in EPD PrivCo I. Ms. Williams disclaims beneficial ownership of these Common Units, except to the extent of her necuniary interest therein
- 13. Within 30 days after February 22, 2023 (or an earlier vesting date), EPD PrivCo I 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 \$26,018,763.58. 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 PrivCo I. The Class B limited partner interests are subject to forfeiture.
- 14. These Common Units are owned directly by The Randa Duncan Williams 2018 Family Trust (the "RDW Family Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the RDW Family Trust, except to the extent of her pecuniary interest therein.
- 15. These Common Units are owned directly by The Dannine Gale Duncan 2018 Family Trust (the "DGD Family Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the DGD Family Trust, except to the extent of her pecuniary interest therein.
- 16. These Common Units are owned directly by The Milane Duncan Frantz 2018 Family Trust (the "MDF Family Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the MDF Family Trust, except to the extent of her pecuniary interest therein.
- 17. These Common Units are owned directly by The Scott D. Duncan 2003 Family Trust (the "SDD Family Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the SDD Family Trust, except to the extent of her pecuniary interest therein.
- 18. These Common Units are owned directly by The Randa Lynn Duncan 1990 Grantor Trust (the "RLD Grantor Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the RLD Grantor Trust, except to the extent of her pecuniary interest therein.
- 19. These Common Units are owned directly by The Dannine Gale Duncan 1990 Grantor Trust (the "DGD Grantor Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the DGD Grantor Trust, except to the extent of her pecuniary interest therein.
- 20. These Common Units are owned directly by The Milane Diane Duncan 1990 Grantor Trust (the "MDD Grantor Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the MDD Grantor Trust, except to the extent of her pecuniary interest therein.
- 21. These Common Units are owned directly by The Scott Daniel Duncan Irrevocable Trust (the "SDD Irrevocable Trust"), for which Ms. Williams serves as a director of an entity trustee. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by the SDD Irrevocable Trust, except to the extent of her pecuniary interest therein.
- 22. These Common Units are owned directly by Alkek and Williams, Ltd. ("A&W Ltd."), an affiliate of Ms. Williams' spouse. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by A&W Ltd., except to the extent of her pecuniary interest therein.
- 23. These Common Units are owned directly by Chaswil, Ltd., an affiliate of Ms. Williams' spouse. Ms. Williams disclaims beneficial ownership of the Common Units owned directly by Chaswil, Ltd., except to the extent of her pecuniary interest therein.
- 24. The power of attorney under which this form was signed is on file with the Commission.

Remarks:

Transaction Code J - Other acquisition or disposition (describe transaction)

/s/ Christopher S. Wade,
Attorney-in-Fact on behalf of
Randa Duncan Williams and
Vice President-Legal of each
of (i) EPCO and (ii) EPCO

11/17/2020

<u>Holdings</u>

** 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.