

Heminger Gary R.  
Form 4  
January 29, 2019

**FORM 4**

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

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

OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Heminger Gary R.

(Last) (First) (Middle)

C/O MPLX LP, 200 E. HARDIN  
STREET

(Street)

FINDLAY, OH 45840

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

MPLX LP [MPLX]

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

01/25/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chairman, CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ 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 Ownership (Instr. 4)
Common Units (Limited Partner Interests)	01/25/2019		A	4,538 A	\$ 0 107,355	D	
Common Units (Limited Partner Interests)					26,750	I	By Revocable Trust <sup>(1)</sup>
Common Units					1,576.612 <sup>(2)</sup> <sup>(3)</sup>	I	As UTMA custodian

(Limited Partner Interests)								for minor grandchild 1
Common Units (Limited Partner Interests)						1,576.612 <sup>(2)</sup> <u>(3)</u>	I	As UTMA custodian for minor grandchild 2
Common Units (Limited Partner Interests)						1,576.612 <sup>(2)</sup> <u>(3)</u>	I	As UTMA custodian for minor grandchild 3
Common Units (Limited Partner Interests)						1,576.612 <sup>(2)</sup> <u>(3)</u>	I	As UTMA custodian for minor grandchild 4
Common Units (Limited Partner Interests)						1,576.612 <sup>(2)</sup> <u>(3)</u>	I	As UTMA custodian for minor grandchild 5
Common Units (Limited Partner Interests)						1,500 <sup>(2)</sup> <sup>(3)</sup>	I	As UTMA custodian for minor grandchild 6
Common Units (Limited Partner Interests)						95,780	I	By GRAT <sup>(4)</sup>

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	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	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. Net Derivative Security Beneficially Owned
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# Edgar Filing: Heminger Gary R. - Form 4

Security

Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Follo  
Repo  
Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Heminger Gary R. C/O MPLX LP 200 E. HARDIN STREET FINDLAY, OH 45840	X		Chairman, CEO	

## Signatures

/s/ Molly R. Benson, Attorney-in-Fact for Gary R.  
Heminger

01/29/2019

\_\_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) By Gary R. Heminger Revocable Trust dated September 25, 2003.

(2) The reporting person disclaims beneficial ownership of these units, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) The units are held in UTMA accounts for the benefit of Mr. Heminger's minor grandchildren. Mr. Heminger is the custodian and maintains investment control over the accounts.

(4) By Gary R. Heminger Irrevocable GRAT dated December 18, 2018.

### Remarks:

The Reporting Person is the Chairman of the Board of Directors and the Chief Executive Officer of MPLX GP LLC, the general partner of MPLX LP.

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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