

☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
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|---|---|---|
| 1. Name and Address of Reporting Person* <u>Global Infrastructure Investors II, LLC</u> (Last) (First) (Middle) <u>1345 AVENUE OF THE AMERICAS, 30TH FLOOR</u> (Street) <u>NEW YORK NY 10105</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Hess Midstream LP [HESM]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/16/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 | | | |
| Class A Shares | 12/16/2019 | | A | | 898,000 | A | (1) | 898,000 | I | See footnotes(2)(3) |
| Class B Shares | 12/16/2019 | | A | | 266,416,928 | A | (1) | 266,416,928 | I | See footnotes(2)(3) |

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 | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Opco Class B Units | (4) | 12/16/2019 | | A | | 133,208,464 | (4) | (4) | Class B Shares | 133,208,464 | (1) | 133,208,464 | I | See footnotes(3)(5) |

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| 1. Name and Address of Reporting Person* <u>Global Infrastructure Investors II, LLC</u> (Last) (First) (Middle) <u>1345 AVENUE OF THE AMERICAS, 30TH FLOOR</u> (Street) <u>NEW YORK NY 10105</u> (City) (State) (Zip) |
| 1. Name and Address of Reporting Person* <u>Global Infrastructure GP II, L.P.</u> (Last) (First) (Middle) <u>1345 AVENUE OF THE AMERICAS, 30TH FLOOR</u> (Street) <u>NEW YORK NY 10105</u> (City) (State) (Zip) |
| 1. Name and Address of Reporting Person* <u>GIP Blue Holding GP, LLC</u> (Last) (First) (Middle) <u>1345 AVENUE OF THE AMERICAS, 30TH FLOOR</u> (Street) <u>NEW YORK NY 10105</u> (City) (State) (Zip) |

| | | |
|--|---------|----------|
| <u>GIP II Blue Holding Partnership, L.P.</u> | | |
| (Last) | (First) | (Middle) |
| 1345 AVENUE OF THE AMERICAS, 30TH FLOOR | | |
| (Street) | | |
| NEW YORK | NY | 10105 |
| (City) | (State) | (Zip) |

1. Pursuant to the Agreement and Plan of Merger dated October 3, 2019 (the "Merger Agreement"), each Common Unit and Subordinated Unit of Hess Midstream Partners LP ("Old HESM") held by the Reporting Persons prior to the effective time of the transactions contemplated by the Merger Agreement (the "Effective Time") were exchanged for 898,000 Class A Shares, 266,416,928 Class B Shares and 133,208,464 Opco Class B Units of Hess Midstream LP ("New HESM").
2. Represents securities held by Hess Midstream GP LP. Hess Infrastructure Partners GP LLC is the general partner of Hess Midstream GP LLC which is the general partner of Hess Midstream LP. Hess Infrastructure Partners GP LLC is a 50/50 joint venture between Hess Investments North Dakota LLC and GIP II Blue Holding Partnership, L.P. As such, each of the foregoing entities may be deemed to beneficially own the securities held of record by Hess Midstream GP LP. Each such entity disclaims beneficial ownership of such securities except to the extent of their pecuniary interest therein.
3. Global Infrastructure Investors II, LLC ("Global Investors") is the sole general partner of Global Infrastructure GP II, L.P. ("Global GP"), which is the sole member of GIP Blue Holding GP, LLC, ("Blue Holding GP"), which is the general partner of GIP II Blue Holding Partnership, L.P. ("Blue Holding"). As such, each of Global Investors, Global GP and Blue Holding GP may be deemed to beneficially own the securities held of record by Blue Holding. Each such entity disclaims beneficial ownership of such securities except to the extent of their pecuniary interest therein.
4. The Opco Class B Units may be converted at any time in to Class A Shares on a one to one basis and have no expiration date.
5. Represents securities held by Blue Holding.

Global Infrastructure Investors II, LLC, By: /s/ Mark Levitt, Secretary 12/17/2019

Global Infrastructure GP II, L.P., By: Global Infrastructure Investors II, LLC, its general partner, By: /s/ Mark Levitt, Secretary 12/17/2019

GIP Blue Holding GP, LLC, By: /s/ Mark Levitt, Secretary 12/17/2019

GIP II Blue Holding Partnership, L.P., By: GIP Blue Holding GP, LLC, its general partner, By: /s/ Mark Levitt, Secretary 12/17/2019

** 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.