
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 18)*

Hess Midstream LP

(Name of Issuer)

Class A Shares

(Title of Class of Securities)

428103105

(CUSIP Number)

Timothy B. Goodell
Hess Corporation, 1185 Avenue of the Americas
New York, NY, 10036
(212) 997-8500

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

01/13/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 428103105

Name of reporting person

1

Hess Midstream GP LP

2

Check the appropriate box if a member of a Group (See Instructions)

(a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
Citizenship or place of organization
6 DELAWARE
Sole Voting Power
7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
898,000.00
Sole Dispositive Power
9 0.00
Shared Dispositive Power
10 898,000.00
Aggregate amount beneficially owned by each reporting person
11 898,000.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12
Percent of class represented by amount in Row (11)
13 0.9 %
Type of Reporting Person (See Instructions)
14 PN

SCHEDULE 13D

CUSIP No. 428103105

1 Name of reporting person
Hess Midstream GP LLC
Check the appropriate box if a member of a Group (See Instructions)
2 (a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
Citizenship or place of organization
6 DELAWARE
Number of 7 Sole Voting Power

Shares	
Beneficially	0.00
Owned by	Shared Voting Power
Each	8
Reporting	898,000.00
Person	Sole Dispositive Power
With:	9
	0.00
	Shared Dispositive Power
	10
	898,000.00
	Aggregate amount beneficially owned by each reporting person
11	898,000.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	<input type="checkbox"/>
	Percent of class represented by amount in Row (11)
13	0.9 %
	Type of Reporting Person (See Instructions)
14	OO

SCHEDULE 13D

CUSIP No. 428103105

1	Name of reporting person
	Hess Infrastructure Partners GP LLC
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only
	Source of funds (See Instructions)
4	OO
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	<input type="checkbox"/>
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	8
Beneficially	898,000.00
Owned by	Sole Dispositive Power
Each	9
Reporting	0.00
Person	Shared Dispositive Power
With:	10
	898,000.00
11	Aggregate amount beneficially owned by each reporting person

898,000.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

0.9 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No. 428103105

Name of reporting person

1

Hess Investments North Dakota LLC

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

Owned by

81,916,146.00

Each

Sole Dispositive Power

Reporting 9

Person

0.00

With:

Shared Dispositive Power

10

81,916,146.00

Aggregate amount beneficially owned by each reporting person

11

81,916,146.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

44.3 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No. 428103105

1 Name of reporting person
Hess Corporation
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

7 Sole Voting Power
0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

8 Shared Voting Power
81,916,146.00

9 Sole Dispositive Power
0.00

10 Shared Dispositive Power
81,916,146.00

11 Aggregate amount beneficially owned by each reporting person
81,916,146.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
Percent of class represented by amount in Row (11)
44.3 %

14 Type of Reporting Person (See Instructions)
CO

SCHEDULE 13D

Item 1. Security and Issuer
Title of Class of Securities:

(a) Class A Shares
Name of Issuer:

(b) Hess Midstream LP
Address of Issuer's Principal Executive Offices:

(c) 1501 MCKINNEY STREET, HOUSTON, TEXAS , 77010.

Item 1 This Amendment No. 18 to Schedule 13D amends and supplements the statement on Schedule 13D originally filed with the United States Securities and Exchange Commission on December 17, 2019 (as amended, the "Statement"), relating to the Class A Shares representing limited partner interests (the "Class A Shares") of Hess Midstream LP, a Delaware limited partnership (the "Issuer"). Capitalized terms used herein without definition shall have the meaning set forth in the Statement.

Item 4. Purpose of Transaction

Item 4 of the Statement is hereby amended and supplemented as follows: January 2025 Repurchase Agreement On January 13, 2025, the Issuer, HESM Opco, Hess Investments and Blue Holding entered into a Unit Repurchase Agreement (the "January 2025 Repurchase Agreement"), pursuant to which HESM Opco agreed to purchase from Hess Investments and Blue Holding 967,541 and 1,605,136 Opco Class B Units, respectively (the "Repurchased Units"), for an aggregate purchase price of approximately \$100 million, or \$38.87 per unit (the "January 2025 Repurchase Transaction"). On January 15, 2025, pursuant to the terms of the January 2025 Repurchase Agreement, the January 2025 Repurchase Transaction closed. As a result, HESM Opco purchased and cancelled the Repurchased Units, and the Issuer cancelled, for no consideration, an equal number of Class B Shares held by Hess Investments and Blue Holding, respectively, in accordance with Section 5.5(e) of the Amended Opco Partnership Agreement. Class B Share Distribution Agreement In connection with the January 2025 Repurchase Transaction, on January 15, 2025, New HESM GP LP, New HESM GP LLC, HIP GP LLC, Hess Investments and Blue Holding, L.P. entered into a distribution agreement (the "January 2025 Distribution Agreement") pursuant to which New HESM GP LP distributed 3,210,272 Class B Shares to HIP GP LLC. HIP GP LLC then immediately distributed 1,605,136 Class B Shares to each of Hess Investments and Blue Holding. The above description of the January 2025 Repurchase Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of such agreement, which is filed as an exhibit hereto and incorporated herein by reference.

Item 5. Interest in Securities of the Issuer

(a) The information contained on the cover pages is incorporated by reference to this Item 5. The information on the cover pages sets forth the aggregate number of Class A Shares and percentage of Class A Shares outstanding beneficially owned by each of the Reporting Persons, based on 104,086,900 Class A Shares outstanding as of January 13, 2025.

(b) The information contained on the cover pages is incorporated by reference to this Item 5. New HESM GP LP is the record holder of 898,000 Class A Shares. HIP GP LLC is the sole member of New HESM GP LLC, which is the general partner of New HESM GP LP. HIP GP LLC is a 50/50 joint venture between Hess Investments and Blue Holding. As such, each of the foregoing entities may be deemed to beneficially own the securities held of record by New HESM GP LP. In addition, Hess Investments is the record holder of 81,018,146 Opco Class B Units, which may be redeemed for Class A Shares on a one-for-one basis at the option of the holder. Hess Investments is an indirect, wholly owned subsidiary of Hess Corporation. As a result, Hess Corporation may be deemed to share beneficial ownership of the securities held of record by Hess Investments and New HESM GP LP.

(c) Except as described in Item 4, none of the Reporting Persons nor Related Persons has effected any transactions in the Class A Shares or Opco Class B Units during the past 60 days.

(d) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 of the Statement is hereby amended and supplemented as follows: Item 4 above summarizes certain provisions of the January 2025 Repurchase Agreement and is incorporated herein by reference. A copy of such agreement is attached as an exhibit hereto and incorporated herein by reference. Except as set forth herein, none of the Reporting Persons or Related Persons has any contracts, arrangements, understandings or relationships (legal or otherwise) with any person with respect to any securities of the Issuer, including, but not limited to, any contracts, arrangements, understandings or relationships concerning the transfer or voting of such securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits.

Exhibit 21: Unit Repurchase Agreement, dated as of January 13, 2025, by and among Hess Midstream Operations LP, Hess Midstream LP, Hess Investments North Dakota LLC and GIP II Blue Holding, L.P. (incorporated by reference to Exhibit 10.1 to the Issuer's Current Report on Form 8-K filed on January 15, 2025).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Hess Midstream GP LP

Signature: Hess Midstream GP LLC, its general partner, /s/
Jonathan C. Stein

Name/Title: Jonathan C. Stein, Chief Financial Officer

Date: 01/15/2025

Hess Midstream GP LLC

Signature: /s/ Jonathan C. Stein

Name/Title: Jonathan C. Stein, Chief Financial Officer

Date: 01/15/2025

Hess Infrastructure Partners GP LLC

Signature: /s/ Jonathan C. Stein

Name/Title: Jonathan C. Stein, Chief Financial Officer

Date: 01/15/2025

Hess Investments North Dakota LLC

Signature: /s/ Jonathan C. Stein

Name/Title: Jonathan C. Stein, Vice President

Date: 01/15/2025

Hess Corporation

Signature: /s/ John P. Rielly

Name/Title: John P. Rielly, Executive Vice President and Chief
Financial Officer

Date: 01/15/2025