

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1 Name and Address of Reporting Person *				2 I	2. Issuer Name and Ticker or Trading Symbol							5 R	5. Relationship of Reporting Person(s) to Issuer						
1. Name and Address of Reporting Letson -					2. 155861 Traine and Tierre of Training Symbol														
				Ri	ce	Midstr	ean	ı Pa	artne	rs I	P [RN	AP]	Circ		nicuoic)			
(First)) (Mic	idle)		3. I	Date	e of Earli	est T	rans	action	(MM	/DD/Y	YYY	<i>(</i>)		-				
	,	,													Officer (giv	e title below)O	ther (specify	below)
Y AVEN	IUE, SUI	TE 1	700					11/	13/20	17									
(Stre	et)			4. I	f A	mendme	nt, D	ate (Origina	al Fil	ed (M	M/D	D/YYYY	6. Ir	idividual o	or Joint/G	roup Filing	Check Appl	licable Line)
														F	form filed by Form filed b	One Report	ing Person One Reporting	Person	
ity) (Sta	te) (Zip)																	
	ŗ	Table]	I - No	n-Der	iva	tive Secu	ritie	s Ac	cquire	d, Di	ispos	ed o	of, or Be	nefici	ally Own	ed			_
			2. Trans	s. Date										5. Amou	unt of Securi	ties Benefici	ally Owned	6.	7. Nature of Indirect
(Instr. 3)					Date, if any		(Instr. 8)								1 ransaction(5)	Form:	Beneficial	
																			Ownership (Instr. 4)
							C	ode	V	Amou			Price					(I) (Instr. 4)	(msu. 1)
resenting limit	ed partner int	terests	11/13/	2017			J (1) (2)		3623		A	(1) (2)			3623		I	See Footnotes (1)(2)
Tabl	le II - Deri	vative	Secur	ities I	Ben	eficially	Own	ied ((e.g.,	puts	, call	s, w	arrants	, optio	ns, conve	rtible sec	urities)		
2.	3. Trans.	3A.																10.	11. Nature
(Instr. 3) or Exercise Price of Execution Date, if any				Acquired Disposed		equired (A) or isposed of (D)		ties Expiration Da		Der								of Indirect Beneficial	
		any													(Instr. 5)		Derivative		
Security			_			(111811. 3, 4	and 3))				_					Following	Direct (D)	(Instr. 4)
				Code	v	(A)			Date Exercisa			on .	Γitle		Amount or Number of Shares				
(3)	11/13/2017		J	(1).(2)		28753623	3		(3)		<u>(3)</u>		represe	nting artner	28753623	<u>(3)</u>	28753623	I	See Footnotes
	(First Y AVEN (Stre GH, PA 1 ity) (Sta Table 2. Conversion or Exercise Price of Derivative Security	(First) (Michigan (Michiga	Table II - Derivative Table II - Derivative 2. Conversion or Exercise Price of Derivative Security Table II - Derivative Execution Date, if	(First) (Middle) Y AVENUE, SUITE 1700 (Street) GH, PA 15222 (ity) (State) (Zip) Table I - No 2. Trans 2. Trans Table II - Derivative Security 2. Conversion or Exercise Price of Derivative Security 3. Trans. Jaa. Deemed Conversion or Exercise Price of Derivative Security	Rice (First) (Middle) 3. I Y AVENUE, SUITE 1700 (Street) 4. I GH, PA 15222 ity) (State) (Zip) Table I - Non-Der 2. Trans. Date 2. Trans. Date Table II - Derivative Securities F 2. Conversion or Exercise Price of Derivative Security Define and Date (Instr. 8) Code Code Code Code Code	Rice (First) (Middle) 3. Date Y AVENUE, SUITE 1700 (Street) 4. If A GH, PA 15222 ity) (State) (Zip) Table I - Non-Deriva 2. Trans. 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Date Execution Date, if any 2. Trans. Date Execution Or Exercise Or Disposed (Instr. 8) 2. Trans. Date Execution Date, if any 2. Trans. Date Deemed Conversion or Exercise Price of Derivative Securities Beneficially Owned (e.g., puts, calls Execution Date, if any Execution Code Code U (Instr. 8) 2. S. Number of Derivative Securities Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 2. Code U (Instr. 3, 4 and 5) 2. Code U (Instr. 3, 4 and 5) 2. Code U (Instr. 3, 4 and 5) 3. Date Exercisable Expiration Date Exercisable Expiration Date Exercisable Expiration Date Exercisable Expiration Date Exercisable Exercisable Expiration Date Date Exercisable Expiration Date Exercisable Expiration Date Date Exercisable Expiration Date Date Exercisable Date Date Date Exercisable Date Date Date Date Date Date Date Dat	Rice Midstream Partners LP [RN (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY X-YENUE, SUITE 1700 11/13/2017 4. 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Date of Earliest Transaction (MM/DD/YYYY) — Officer (give title below) — Off	Rice Midstream Partners LP [RMP] Check all applicable

Explanation of Responses:

- (1) On November 13, 2017, pursuant to the Agreement and Plan of Merger dated as of June 19, 2017 (the "Merger Agreement"), by and among Rice Energy Inc. ("Rice"), EQT Corporation ("EQT") and Eagle Merger Sub I, Inc. ("Merger Sub"), Merger Sub merged with and into Rice (the "Merger"), with Rice (now EQT RE, LLC ("EQT RE")) continuing as the surviving entity and as a wholly owned indirect subsidiary of EQT. This Form 4 is being filed jointly by EQT, EQT Investments Holdings, LLC ("Investments Holdings"), EQT Production Company ("EQT Production"), EQT RE, Rice Energy Operating LLC ("REO"), Rice Midstream Holdings LLC ("RMH"), Rice Midstream GP Management LLC ("Rice GP Management") and Rice Midstream GP Holdings LP ("Rice GP Holdings") in connection with the closing of the Merger. EQT directly owns 100% of the outstanding membership interests of Investments Holdings. Investments Holdings directly owns 100% of the common stock of EQT Production. EQT Production directly owns 100% of the
- (2) (cont. from footnote 1) outstanding membership interests of EQT RE. EQT RE and Rice Energy Sub Holdings LLC ("Rice Sub Holdings") directly own 100% of the outstanding membership interests in REO, and EQT RE directly owns 100% of the outstanding membership interests of Rice Sub Holdings. REO and Rice Midstream GP LLC ("Rice GP LLC") directly own 100% of the outstanding membership interests of RMH, and REO directly owns 100% of the outstanding membership interests of Rice GP LLC. RMH and Rice GPH LLC directly own 100% of the outstanding limited partner interests in Rice GP Holdings, which directly holds interests in Rice Midstream Partners LP (the "Issuer"), and RMH directly owns 100% of the outstanding membership interests of Rice GPH LLC and Rice GP Management, the general partner of Rice GP Holdings. EQT, Investments Holdings, EQT Production, EQT RE, REO, RMH and Rice GP Management may therefore be deemed to beneficially own securities of the Issuer owned directly by Rice GP Holdings.
- (3) The Subordinated Units have no expiration date and will convert into Common Units on a one-for-one basis at the end of the "subordination period" described in the Issuer's Prospectus (File No. 333-199932) filed with the Securities and Exchange Commission on December 18, 2014.

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
EQT Corp						
625 LIBERTY AVENUE		v				
SUITE 1700		24				

PITTSBURGH, PA 15222		
EQT Investments Holdings, LLC		
101 CONVENTION CENTER DRIVE, SUITE 850	X	
LAS VEGAS, NV 89109		
EQT Production Co		
625 LIBERTY AVENUE, SUITE 1700	X	
PITTSBURGH, PA 15222		
EQT RE, LLC		
625 LIBERTY AVENUE	X	
SUITE 170	Λ	
PITTSBURGH, PA 15222		
Rice Energy Operating LLC		
2200 RICE DRIVE	X	
CANONSBURG, PA 15317		
Rice Midstream Holdings LLC		
400 WOODCLIFF DRIVE	X	
CANONSBURG, PA 15317		
Rice Midstream GP Management LLC		
400 WOODCLIFF DRIVE	X	
CANONSBURG, PA 15317		
Rice Midstream GP Holdings LP		<u> </u>
400 WOODCLIFF DRIVE	X	
CANONSBURG, PA 15317		

Signatures

/s/ Jimmi Sue Smith, Chief Accounting Officer of EQT Corporation					
** Signature of Reporting Person /s/ Joshua C. Miller, Vice President of EQT Investments Holdings, LLC					
/s/ Jimmi Sue Smith, Assistant Treasurer of EQT Production Company					
**Signature of Reporting Person	Date				
/s/ Jimmi Sue Smith, Assistant Treasurer of EQT RE, LLC	11/15/2017				
**-Signature of Reporting Person	Date				
/s/ Jimmi Sue Smith, Assistant Treasurer of Rice Energy Operating LLC	11/15/2017				
**Signature of Reporting Person	Date				
/s/ Jimmi Sue Smith, Assistant Treasurer of Rice Midstream Holdings LLC					
**Signature of Reporting Person	Date				
/s/ Jimmi Sue Smith, Assistant Treasurer of Rice Midstream GP Management LLC					
***Signature of Reporting Person	Date				
/s/ Jimmi Sue Smith, Assistant Treasurer of Rice Midstream GP Management LLC, the general partner of Rice Midstream GP Holdings LP					
**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 control number.