

FORM 3

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

OMB APPROVAL	
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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person * Warburg Pincus Private Equity X O&G, L.P. <small>(Last) (First) (Middle)</small> C/O WARBURG PINCUS LLC, 450 LEXINGTON AVENUE <small>(Street)</small> NEW YORK, NY 10017 <small>(City) (State) (Zip)</small>	2. Date of Event Requiring Statement (Month/Day/Year) 05/12/2017	3. Issuer Name and Ticker or Trading Symbol Antero Midstream GP LP [AMGP]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common shares representing limited partnership interests	33,529,359	D (1) (2) (3) (4) (5)	
Common shares representing limited partnership interests	34,602,022	I	See footnotes (1) (2) (3) (4) (5) (6) (7)
Common shares representing limited partnership interests	34,653,828	I	See footnotes (1) (2) (3) (4) (5) (6) (7) (8)
Common shares representing limited partnership interests	53,045,113	I	See footnotes (1) (2) (3) (4) (5) (6) (8) (9)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Warburg Pincus Private Equity X O&G, L.P.				

C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
Warburg Pincus X, L.P. C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
Warburg Pincus X GP L.P. C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
WPP GP LLC C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
Warburg Pincus Partners, L.P. C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
Warburg Pincus Partners GP LLC C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
WARBURG PINCUS & CO. C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
WARBURG PINCUS LLC C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
KAYE CHARLES R C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017			X	
Landy Joseph P. C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE NEW YORK, NY 10017			X	

Signatures

/s/ Robert B. Knauss		05/22/2017
**Signature of Reporting Person		Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This Form 3 is filed on behalf of Warburg Pincus Private Equity X O&G, L.P., a Delaware limited partnership ("WP X O&G" and together with its affiliated partnership, Warburg Pincus X Partners, L.P., a Delaware limited partnership ("WP X Partners"), the "WP X O&G Funds"). The Warburg Pincus Entities (as defined below) collectively own 53,045,113 common shares representing limited (1) partnership interests (the "Common Shares") of Antero Midstream GP LP (the "Issuer"), as of May 12, 2017. Of those 53,045,113 Common Shares, (i) 33,529,359 are owned by WP X O&G and 1,072,663 are owned by WP X Partners, for an aggregate total of 34,602,022 Common Shares owned by the WP X O&G Funds, and (ii) 18,443,091 are owned by the WP VIII Funds, as defined below.

(2) The Warburg Pincus funds are the WP X O&G Funds and Warburg Pincus Private Equity VIII, L.P., a Delaware limited partnership ("WP VIII"), and its two affiliated partnerships, Warburg Pincus Netherlands Private Equity VIII C.V. I, a limited partnership formed under the laws of the Netherlands ("WP VIII CV I"), and WP-WPVIII Investors, L.P., a Delaware limited partnership ("WP-WPVIII Investors"), and together with WP VIII and WP VIII CV I, the "WP VIII Funds").

Warburg Pincus X, L.P., a Delaware limited partnership ("WP X GP"), is the general partner of each of the WP X O&G Funds. Warburg Pincus X GP L.P., a Delaware limited partnership ("WP X GP LP"), is the general partner of WP X GP. WPP GP LLC, a Delaware limited liability company ("WPP GP"), is the general partner of (i) WP X GP, and (ii) WP-WPVIII Investors GP L.P., a Delaware limited partnership ("WP-WPVIII GP"), which, in turn, is the general partner of WP-WPVIII Investors. Warburg Pincus Partners, L.P., a Delaware limited partnership ("WP Partners"), is (i) the managing member of WPP GP, and (ii) the general partner of WP VIII and WP VIII CV I. Warburg Pincus Partners GP LLC, a Delaware limited liability company ("WP Partners GP"), is the general partner of WP Partners.

(4) Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WP Partners GP. Warburg Pincus LLC, a New York limited liability company ("WP LLC"), is the manager of each of the WP X O&G Funds and the WP VIII Funds.

(5) Each of the WP X O&G Funds, the WP VIII Funds, WP-WPVIII GP, WP X GP, WP X GP LP, WPP GP, WP Partners, WP Partners GP, WP and WP LLC are collectively referred to herein as the "Warburg Pincus Entities." Charles R. Kaye and Joseph P. Landy are each Managing General Partners of WP and Managing Members and Co-Chief Executive Officers of WP LLC and may be deemed to control the Warburg Pincus Entities

(6) By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), (i) WP X GP, WP X GP LP, WPP GP, WP Partners, WP Partners GP, WP, WP LLC, and Messrs. Kaye and Landy and certain affiliates may be deemed to be beneficial owners of the 34,602,022 Common Shares of the Issuer held collectively by the WP X O&G Funds, and (ii) WPP GP, WP Partners, WP Partners GP, WP, WP LLC, and Messrs. Kaye and Landy and certain affiliates may be deemed to be beneficial owners of the 18,443,091 Common Shares of the Issuer held collectively by the WP VIII Funds. The Warburg Pincus Entities, Messrs. Kaye and Landy and such affiliates disclaim beneficial ownership of such Common Shares of the Issuer except to the extent of their direct pecuniary interest therein. WP X O&G, WP X GP, WP X GP LP, WPP GP, WP Partners, WP Partners GP, WP and WP LLC is a director-by-deputization solely for purposes of Section 16 of the Exchange Act.

(7) WP X GP and WP X GP LP each indirectly holds, and therefore may be deemed to be the beneficial owner of, the 34,602,022 Common Shares of the Issuer, directly held by the WP X O&G Funds.

(8) WPP GP indirectly holds, and therefore may be deemed to be the beneficial owner of, the 34,653,828 Common Shares of the Issuer directly held by WP-WPVIII Investors and the WP X O&G Funds.

(9) WP Partners, WP Partners GP, WP and WP LLC each indirectly holds, and therefore may be deemed to be the beneficial owner of, the 53,045,113 Common Shares of the Issuer directly held by the WP VIII Funds and the WP X O&G Funds.

Remarks:

Exhibit List: Exhibit 99.2 - Joint Filer Information Exhibit 99.3 - Joint Filers' Signatures

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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Designated Filer: Warburg Pincus Private Equity X O&G, L.P.
Issuer & Ticker Symbol: Antero Midstream GP LP [AMGP]
Date of Event Requiring Statement: May 22, 2017

Exhibit 99.2 - Joint Filer Information

Joint Filers:

1. Name: Warburg Pincus Private Equity X O&G, L.P.
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
2. Name: Warburg Pincus X, L.P.
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
3. Name: Warburg Pincus X GP L.P.
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
4. Name: WPP GP LLC
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
5. Name: Warburg Pincus Partners, L.P.
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
6. Name: Warburg Pincus Partners GP LLC
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
7. Name: WARBURG PINCUS & CO.
450 LEXINGTON AVENUE
New York, NY 10017
8. Name: Warburg Pincus LLC
450 LEXINGTON AVENUE
New York, NY 10017
9. Name: Charles R. Kaye
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017
10. Name: Joseph P. Landy
Address: C/O WARBURG PINCUS LLC
450 LEXINGTON AVENUE
New York, NY 10017

Exhibit 99.3 - Joint Filers' Signatures

WARBURG PINCUS PRIVATE EQUITY X O&G, L.P.

By: Warburg Pincus X, L.P., its general partner
By: Warburg Pincus X GP L.P., its general partner
By: WPP GP LLC, its general partner
By: Warburg Pincus Partners, L.P., its managing member
By: Warburg Pincus Partners GP LLC, its general partner
By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017
Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS X, L.P.

By: Warburg Pincus X GP L.P., its general partner
By: WPP GP LLC, its general partner
By: Warburg Pincus Partners, L.P., its managing member
By: Warburg Pincus Partners GP LLC, its general partner
By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017
Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS X GP L.P.

By: WPP GP LLC, its general partner
By: Warburg Pincus Partners, L.P., its managing member
By: Warburg Pincus Partners GP LLC, its general partner
By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017
Name: Robert B. Knauss
Title: Partner

WPP GP LLC

By: Warburg Pincus Partners, L.P., its managing member
By: Warburg Pincus Partners GP LLC, its general partner
By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017
Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS PARTNERS, L.P.

By: Warburg Pincus Partners GP LLC, its general partner
By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017
Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS PARTNERS GP LLC

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss Date: May 22, 2017

Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS & CO.

By: /s/ Robert B. Knauss
Name: Robert B. Knauss
Title: Partner

Date: May 22, 2017

WARBURG PINCUS LLC

By: /s/ Robert B. Knauss
Name: Robert B. Knauss
Title: Managing Director

Date: May 22, 2017

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CHARLES R. KAYE

By: /s/ Robert B. Knauss
Name: Charles R. Kaye
By: Robert B. Knauss, Attorney-in-Fact*

Date: May 22, 2017

JOSEPH P. LANDY

By: /s/ Robert B. Knauss
Name: Joseph P. Landy
By: Robert B. Knauss, Attorney-in-Fact*

Date: May 22, 2017

* The Power of Attorney given by each of Mr. Kaye and Mr. Landy was previously filed with the U.S. Securities & Exchange Commission on July 12, 2016 as an exhibit to the statement on Schedule 13D filed by Warburg Pincus LLC with respect to WEX Inc. and is hereby incorporated by reference.

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