

# FORM 4

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

OMB APPROVAL  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person * Keenan W Howard JR (Last) (First) (Middle) C/O YORKTOWN PARTNERS LLC, 410 PARK AVENUE, 19TH FLOOR (Street) NEW YORK, NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Antero Midstream Corp [AM] 3. Date of Earliest Transaction (Month/Day/Year) 03/12/2019 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**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			
Common shares representing limited partner interests	03/12/2019		D	(1)	9,619	D	(1)	0	D	
Common shares representing limited partner interests	03/12/2019		D	(1)	1,875,802	D	(1)	0	I	See footnote (3)
Common shares representing limited partner interests	03/12/2019		D	(1)	1,970,846	D	(1)	0	I	See footnote (4)
Common shares representing limited partner interests	03/12/2019		D	(1)	4,596,064	D	(1)	0	I	See footnote (5)
Common shares representing limited partner interests	03/12/2019		D	(1)	7,091,699	D	(1)	0	I	See footnote (6)
Common Stock	03/12/2019		A	(1)	9,619	A	(1)	9,619	D	
Common Stock	03/12/2019		A	(7)	25,613	A	(7)	35,232	D	
Common Stock	03/12/2019		A	(1)	1,875,802	A	(1)	1,875,802 (2)	I	See footnote (3)
Common Stock	03/12/2019		A	(1)	1,970,846	A	(1)	1,970,846 (2)	I	See footnote (4)
Common Stock	03/12/2019		A	(1)	4,596,064	A	(1)	4,596,064 (2)	I	See footnote (5)
Common Stock	03/12/2019		A	(1)	7,091,699	A	(1)	7,091,699 (2)	I	See footnote (6)

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

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**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date	Expiration					
								Amount or				

											Exercisable	Date	Title	Number of Shares						
				Code	V	(A)	(D)													

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Keenan W Howard JR C/O YORKTOWN PARTNERS LLC 410 PARK AVENUE, 19TH FLOOR NEW YORK, NY 10022	X			

**Signatures**

/s/ W. Howard Keenan, Jr.		03/14/2019
<small>Signature of Reporting Person</small>		<small>Date</small>

**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).

On March 12, 2019, in connection with the conversion of Antero Midstream GP LP ("AMGP") from a limited partnership to a corporation named Antero Midstream Corporation ("New AM") under the laws of the State of Delaware (the "Conversion"), each common share representing limited partnership interests of AMGP was converted into one share of common stock of New AM.

- (1) Corporation ("New AM")
  - (2) The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for Section 16 or any other purpose.
  - (3) These securities are owned directly by Yorktown Energy Partners V, L.P. ("Yorktown V"). The reporting person is a member and manager of Yorktown V Company LLC, the general partner of Yorktown V.
  - (4) These securities are owned directly by Yorktown Energy Partners VI, L.P. ("Yorktown VI"). The reporting person is a member and manager of Yorktown VI Associates LLC, the general partner of Yorktown VI Company LP, the general partner of Yorktown VI.
  - (5) These securities are owned directly by Yorktown Energy Partners VII, L.P. ("Yorktown VII"). The reporting person is a member and manager of Yorktown VII Associates LLC, the general partner of Yorktown VII Company LP, the general partner of Yorktown VII.
  - (6) These securities are owned directly by Yorktown Energy Partners VIII, L.P. ("Yorktown VIII"). The reporting person is a member and manager of Yorktown VIII Associates LLC, the general partner of Yorktown VIII Company LP, the general partner of Yorktown VIII.
- On March 12, 2019, simultaneously with the Conversion, Antero Midstream Merger Sub LLC, a Delaware limited liability company and wholly owned subsidiary of Antero Midstream Newco Inc., a Delaware corporation and wholly owned subsidiary of New AM, was merged with and into Antero Midstream Partners LP, a Delaware limited partnership ("Antero Midstream"), with Antero Midstream surviving such merger as an indirect wholly owned subsidiary of New AM (the "Merger"), as a result of
- (7) which all outstanding common units of Antero Midstream were converted into an aggregate of approximately \$598.7 million in cash and approximately 303.1 million shares of common stock, par value \$0.01 per share (the "Merger Shares"). In connection, with the Merger, the reporting person made an election to convert his outstanding common units of Antero Midstream into Merger Shares and cash for consideration of \$3.415 in cash and 1.6350 in Merger Shares per outstanding common unit of Antero Midstream.

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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