

KAYNE RICHARD A
Form 4
October 25, 2018

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KAYNE RICHARD A

2. Issuer Name and Ticker or Trading Symbol
Kayne Anderson MLP/Midstream Investment Co [KYN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2018

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
SEE NOTES (1) AND (2)

C/O KAYNE ANDERSON
CAPITAL ADVISORS LP, 1800
AVENUE OF THE STARS, THIRD
FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOS ANGELES, CA 90067

(City) (State) (Zip)

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 STOCK | 10/22/2018 | | J ⁽¹⁾ | | 152,445 | A | <u>(1)</u> <u>(2)</u> |
| COMMON STOCK | 10/22/2018 | | J ⁽¹⁾ | | 303,568 | D | <u>(1)</u> <u>(2)</u> |

SEE NOTES (1) (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 Owned Beneficially (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| KAYNE RICHARD A C/O KAYNE ANDERSON CAPITAL ADVISORS LP 1800 AVENUE OF THE STARS, THIRD FLOOR LOS ANGELES, CA 90067 | | | | SEE NOTES (1) AND (2) |
| KAYNE ANDERSON CAPITAL ADVISORS LP 1800 AVENUE OF THE STARS, THIRD FLOOR LOS ANGELES, CA 90067 | | | | SEE NOTE (2) |
| KA Fund Advisors LLC C/O KAYNE ANDERSON CAPITAL ADVISORS, L.P. 1800 AVENUE OF THE STARS, THIRD FLOOR LOS ANGELES, CA 90067 | | | | SEE NOTE (2) |

Signatures

| | |
|-------------------------------------------------------------------------------------|------------|
| /S/ DAVID SHLADOVSKY BY POWER OF ATTORNEY FOR RICHARD A. KAYNE | 10/22/2018 |
| __Signature of Reporting Person | Date |
| /S/ DAVID SHLADOVSKY BY POWER OF ATTORNEY FOR KAYNE ANDERSON CAPITAL ADVISORS, L.P. | 10/22/2018 |
| __Signature of Reporting Person | Date |
| /S/ DAVID SHLADOVSKY BY POWER OF ATTORNEY FOR KA FUND ADVISORS, LLC | 10/22/2018 |
| __Signature of Reporting Person | Date |

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).

(1) SHARES DISTRIBUTED BY KAYNE ANDERSON CAPITAL ADVISORS, L.P. ("KACALP") TO ITS LIMITED PARTNERS (ON A PRO RATA BASIS.). AFTER GIVING EFFECT TO THAT DISTRIBUTION, KACALP OWNED NO SHARES OF KYN.

(2) A TOTAL OF 11,235 SHARES ARE OWNED BY KA ASSOCIATES, INC. ("KAA.") RICHARD KAYNE IS THE MAJORITY OWNER OF KAA. A TOTAL OF 86 SHARES ARE OWNED BY KA FUND ADVISORS, LLC ("KAFA.") MR. KAYNE IS THE INDIRECT MAJORITY OWNER OF KAFA. MR. KAYNE DISCLAIMS BENEFICIAL OWNERSHIP OF ALL SHARES HELD OR CONTROLLED BY KAA AND KAFA EXCEPT TO THE EXTENT OF HIS PECUNIARY INTEREST THEREIN.

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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