## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington	D	C	20549	

<b>STATEMENT</b>	OF CHANGES	IN BENEFICIAL	<b>OWNERSHIP</b>

	OMB APPROVAL								
	OMB Number: 3235-0287								
l	Estimated average burden								
l	hours per response:	0.5							

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						or S	ectior	n 30(h) of the	e Inv	estment/	Con	npany Ac	t of 1940								
Name and Address of Reporting Person*     Delmoro Scott Richard						2. Issuer Name <b>and</b> Ticker or Trading Symbol DCP Midstream, LP [ DCP ]										Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner					
(Last) 6900 EA	,	First)	(Middle)		- 1		e of E /202	arliest Trans	sacti	ion (Mont	h/Da	ay/Year)			X	Officer (g below)	ive title Interin	n CF0	Other (sp below)	pecify	
SUITE 900					4	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	'						
(Street)  DENVE	R C	CO	80237										X	X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	2)	State)	(Zip)		-   F ]	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										atisfy the					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Dat			Date		action Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a				nd 5) Securities Beneficially Owned Foll		Form:	: Direct II Indirect E str. 4) C	7. Nature of ndirect Beneficial Dwnership Instr. 4)		
								ď	Code	,	Amount	t (A) or (D) Prid		Price	Reported Transaction(s) (Instr. 3 and 4)						
Common	Units			06/	/15/20	/2023			D		3,62	23 D S		\$41.75 <sup>(1)</sup>	0	0		D			
Series B	Preferred U	nits		06/	/15/20	2023			D		450	150 D \$		\$25 <sup>(2)</sup>	0			D			
			Table II -					rities Acq warrants								vned					
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/Ye	e, T	4. Transac Code (Ir 3)		Deriv Secu Acqu Disp	umber of vative urities uired (A) or losed of (D) tr. 3, 4 and	6. Date Exercise Expiration Date (Month/Day/Yea		Date Securities		s Und e Seci	erlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
				c	Code	v	(A)	(D)	Dat Exe	te ercisable	Ex Da	piration ite	Title		ount or ober of res		(Instr. 4)				
Phantom Common Units	(3)	06/15/2023			D			11,419.993		(4)		(4)	Common Units	11,	419.993	\$0 <sup>(4)</sup>	0		D		
Restricted Phantom Units	(5)	06/15/2023			D			4,970	02/	/27/2024	02	/27/2024	Common Units	4	4,970	\$0 <sup>(6)</sup>	0		D		
Restricted Phantom Units	(5)	06/15/2023			D			3,980	02/	/27/2025	02	/27/2025	Common Units	3	3,980	\$0 <sup>(6)</sup>	0		D		

## **Explanation of Responses:**

- 1. Pursuant to the Agreement and Plan of Merger, dated as of January 5, 2023 (the "Merger Agreement"), by and among Phillips 66 and DCP Midstream, LP (the "Issuer") and the other parties thereto, Phillips 66 acquired all of the outstanding common units representing limited partnership interests in the Issuer not already held by Phillips 66 or its affiliated entities (the "Public Common Units") via a merger of the Issuer and an indirect, wholly-owned subsidiary of Phillips 66. Pursuant to the Merger Agreement, each Public Common Unit converted into the right to receive \$41.75 in cash per Public Common Unit at the effective time of the merger.
- 2. The Issuer redeemed in full its 7.875% Series B Fixed-to-Floating Rate Cumulative Redeemable Perpetual Preferred Units (the "Series B Preferred Units") on June 15, 2023 for \$25.00 per redeemed Series B Preferred Unit.
- 3. Each phantom common unit ("PCU") was the economic equivalent of one Issuer common unit.
- 4. Represented holdings of PCUs that were within the Issuer's executive deferred compensation plan at the effective time of the merger.
- 5. Each restricted phantom unit ("RPU") was the economic equivalent of one Issuer common unit.
- 6. Pursuant to the Merger Agreement, each outstanding RPU award was converted at the effective time of the merger into a Phillips 66 restricted stock unit award covering a number of restricted stock units equal to the product of (1) the number of common units subject to the corresponding RPU award, multiplied by (2) the award exchange ratio, rounded up to the nearest whole share. The Phillips 66 restricted stock unit award was issued with the same terms and conditions as were applicable to the RPU award, to the extent practicable.

## Remarks:

/s/ Jenarae N. Garland, as Attorney-in-Fact \*\* Signature of Reporting Person

06/15/2023

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 Number.