

Jarvis D Guy
Form 4
March 12, 2019

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, 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 *
Jarvis D Guy

(Last) (First) (Middle)
C/O ENBRIDGE INC., 200, 425
1ST STREET SW
(Street)

CALGARY, A0 T2P 3L8

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENBRIDGE INC [ENB]

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
See Remarks

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares ⁽¹⁾	03/08/2019		D		14,100	D	\$ 42.45 ⁽²⁾ 47,455
Common Shares	03/08/2019		M		169,400	D	\$ 39.34 ⁽²⁾ 216,855
Common Shares	03/08/2019		F		145,387	D	\$ 48.36 ⁽³⁾ 71,635 ⁽²⁾

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Performance Options	\$ 39.34 <u>(2)</u>	03/08/2019		M	169,400	<u>(4)</u>	08/15/2020	Common Shares	169,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jarvis D Guy C/O ENBRIDGE INC. 200, 425 1ST STREET SW CALGARY, A0 T2P 3L8			See Remarks	

Signatures

/s/ Michelle Lowther,
attorney-in-fact

03/12/2019

__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).

- These represent previously granted Performance Stock Units for which the performance conditions were satisfied on February 12, 2019. Each unit was settled in cash on March 8, 2019 using a performance multiplier of 0.92 and based on the weighted average trading price of Common Shares on the Toronto Stock Exchange for the twenty trading days immediately prior to the end of the performance period (December 31, 2018).
- (1) Common Shares on the Toronto Stock Exchange for the twenty trading days immediately prior to the end of the performance period (December 31, 2018).
 - (2) The exercise price is in Canadian dollars.
 - (3) Includes 12 Enbridge Common Shares acquired by the Reporting Person between February 23, 2019 and March 8, 2019 under the Enbridge Employee Savings Plan in transactions that were exempt under Rule 16b-3(c), and 155 Enbridge Common Shares acquired by the Reporting Person between February 23, 2019 and March 8, 2019 pursuant to a dividend reinvestment feature under the Enbridge Employee Savings Plan.
 - (4) The options were granted on August 15, 2012 and are fully vested.

Remarks:

Executive Vice President & President, Liquids Pipelines

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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