Hansen Cynthia L
Form 4
March 12, 2019

# FORM 4

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

**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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hansen Cynthia L

(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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Shares (1) | 03/08/2019 | | D | | 4,769 | D | $ 42.45 (2) | 105,423 | D | |
| Common Shares | 12/03/2018 | | P | | 801 | A | $ 43.9257 | 106,224 | D | |
| Common Shares | 03/01/2019 | | P | | 799 | A | $ 49.1264 | 107,079 (3) | D | |
| Common Shares | 12/03/2018 | | P | | 95 | A | $ 43.9257 | 6,372 | I | Held through RBC Registered Retirement |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | Savings Plan |
| Common Shares | 03/01/2019 | | P | 95 | A | $ 49.1264 | 6,467 | I | Held through RBC Registered Retirement Savings Plan |
| Common Shares | | | | | | | 632 | I | Held through RBC Dominion Joint Spousal Account |
| Common Shares | | | | | | | 65 (4) | I | Held through Enbridge Employee Savings Plan Registered Retirement Savings Plan |

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 displays a currently valid OMB control number.**

SEC 1474 (9-02)

**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. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 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 |
| Hansen Cynthia L<br>C/O ENBRIDGE INC.<br>200, 425 1ST STREET SW<br>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).

**(1)** 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).

**(2)** The price is in Canadian dollars.

**(3)** Includes 56 Enbridge Common Shares acquired by the Reporting Person between February 22, 2019 and March 8, 2019 pursuant to a dividend reinvestment feature under the Enbridge Employee Savings Plan.

**(4)** Includes 1 Enbridge Common Share acquired by the Reporting Person between February 22, 2019 and March 8, 2019 pursuant to a dividend reinvestment feature under the Enbridge Employee Savings Plan.

**Remarks:**

Executive Vice President & President, Utilities & Power Operations

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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