

February 6, 2017



Antero Midstream Announces Pricing of Upsized Common Unit Offering

DENVER, Feb. 6, 2017 /PRNewswire/ -- **Antero Midstream Partners LP** (NYSE: AM) ("Antero Midstream" or the "Partnership") announced today the pricing of an upsized underwritten public offering of 6,000,000 common units representing limited partner interests in Antero Midstream (the "Offering") at a public offering price of \$33.00 per common unit for aggregate gross proceeds of approximately \$198 million before estimated offering expenses. In addition, the Partnership has also granted the underwriters a 30-day option to purchase up to an additional 900,000 common units.



The Partnership expects to use the net proceeds from the Offering, including the proceeds from any exercise of the underwriters' option to purchase additional common units, for general partnership purposes, including to repay a portion of the outstanding borrowings under its revolving credit facility. These borrowings include amounts incurred on February 6, 2017 to fund the recently announced Appalachian processing and fractionation joint venture with MPLX, LP (NYSE: MPLX).

Barclays and Wells Fargo Securities are acting as joint book-running managers for the Offering.

The Offering is being made pursuant to an effective registration statement on Form S-3 previously filed with the Securities and Exchange Commission ("SEC"). The Offering is being made only by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, copies of which, when available, may be obtained from:

Barclays
c/o Broadridge Financial Solutions
1155 Long Island Avenue
Edgewood, New York 11717
barclaysprospectus@broadridge.com
Toll-Free: (888) 603-5847

Wells Fargo Securities
c/o Equity Syndicate Department
375 Park Avenue
New York, New York 10152
cmclientsupport@wellsfargo.com
Toll-Free: (800) 326-5897

You may also get these documents for free by visiting the SEC's website at www.sec.gov. This press release does not constitute an offer to sell or a solicitation of an offer to buy the securities described above, nor shall there be any sale of such securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Antero Midstream is a limited partnership that owns, operates and develops midstream gathering and compression assets as well as integrated water assets that primarily service Antero Resources' properties located in West Virginia and Ohio.

This release includes "forward-looking statements" within the meaning of federal securities laws. Such forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond the Partnership's control. All statements, other than historical facts included in this release, are forward-looking statements. All forward-looking statements speak only as of the date of this release and are based upon a number of assumptions. Although the Partnership believes that the plans, intentions and expectations reflected in or suggested by the forward-looking statements are reasonable, there is no assurance that the assumptions underlying these forward-looking statements will be accurate or the plans, intentions or expectations expressed herein will be achieved. For example, future acquisitions, dispositions or other strategic transactions may materially impact the forecasted or targeted results described in this release. Therefore, actual outcomes and results could materially differ from what is expressed, implied or forecast in such statements. Nothing in this release is intended to constitute guidance with respect to Antero Resources.

Antero Midstream cautions you that these forward-looking statements are subject to all of the risks and uncertainties, most of which are difficult to predict and many of which are beyond the Partnership's control, incident to the gathering and compression and fresh water and waste water treatment business. These risks include, but are not limited to, Antero Resources' expected future growth, Antero Resources' ability to meet its drilling and development plan, commodity price volatility, ability to execute the Partnership's business strategy, competition and government regulations, actions taken by third-party producers, operators, processors and transporters, inflation, environmental risks, drilling and completion and other operating risks, regulatory changes, the uncertainty inherent in projecting future rates of production, cash flow and access to capital, the timing of development expenditures, and the other risks described under "Risk Factors" in Antero Midstream's Annual Report on Form 10-K for the quarter ended December 31, 2015.

For more information, contact Michael Kennedy – CFO of Antero Midstream at (303) 357-6782 or mkennedy@anteroresources.com.

To view the original version on PR Newswire, visit <http://www.prnewswire.com/news-releases/antero-midstream-announces-pricing-of-upsized-common-unit-offering-300402944.html>

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