

Whelen John K  
Form 3  
January 02, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Whelen John K</p> <p>(Last) (First) (Middle)</p> <p>C/O ENBRIDGE INC., 200, 425 1ST STREET SW</p> <p>(Street)</p> <p>CALGARY, A0 T2P 3L8</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ENBRIDGE INC [ENB]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) See Remarks</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Shares	119,860	D	∆
Common Shares	1,744	I	Held through Enbridge Employee Savings Plan Registered Retirement Savings Plan
Common Shares	1,166	I	Held through McLean Partners Registered Retirement Savings Plan

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	Â <u>(1)</u>	02/25/2019	Common Shares	90,000	\$ <u>19.805</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	02/16/2020	Common Shares	55,000	\$ <u>23.295</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	02/14/2021	Common Shares	84,000	\$ <u>28.775</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	03/02/2022	Common Shares	77,050	\$ <u>38.34</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	02/27/2023	Common Shares	78,550	\$ <u>44.83</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	03/13/2024	Common Shares	92,700	\$ <u>48.81</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	03/02/2025	Common Shares	109,670	\$ <u>59.08</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(4)</u>	03/01/2026	Common Shares	82,430	\$ <u>44.06</u> <u>(11)</u>	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	02/28/2027	Common Shares	152,910	\$ <u>55.84</u> <u>(11)</u>	D	Â
Performance Stock Units	Â <u>(6)</u>	Â <u>(6)</u>	Common Shares	15,273.6106 <u>(7)</u>	\$ <u>(6)</u>	D	Â
Performance Stock Units	Â <u>(8)</u>	Â <u>(8)</u>	Common Shares	11,201.2848 <u>(7)</u>	\$ <u>(8)</u>	D	Â
Performance Stock Units	Â <u>(9)</u>	Â <u>(9)</u>	Common Shares	9,619.1339 <u>(7)</u>	\$ <u>(9)</u>	D	Â
Restricted Stock Units	Â <u>(10)</u>	Â <u>(10)</u>	Common Shares	3,409.1805 <u>(7)</u>	\$ <u>(10)</u>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Whelen John K C/O ENBRIDGE INC.	Â	Â	Â See Remarks	Â

200, 425 1ST STREET SW  
CALGARY, A0A T2P 3L8

## Signatures

/s/ Vas Antoniou,  
attorney-in-fact

01/02/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) The options are fully vested.
- (2) The options were granted on March 13, 2014 and vest in four equal annual installments.
- (3) The options were granted on March 2, 2015 and vest in four equal annual installments.
- (4) The options were granted on February 29, 2016 and vest in four equal annual installments.
- (5) The options were granted on February 28, 2017 and vest in four equal annual installments.

(6) The units were granted on January 1, 2015 and will vest on December 31, 2017. The units represent a contingent right to receive in cash the value of one Enbridge Common Share based on pre-determined performance factors, with a maximum payment on settlement of 200% of the grant.

(7) Total includes the reinvestment of dividends and is rounded down.

(8) The units were granted on January 1, 2016 and will vest on December 31, 2018. The units represent a contingent right to receive in cash the value of one Enbridge Common Share based on pre-determined performance factors, with a maximum payment on settlement of 200% of the grant.

(9) The units were granted on January 1, 2017 and will vest on December 31, 2019. The units represent a contingent right to receive in cash the value of one Enbridge Common Share based on pre-determined performance factors, with a maximum payment on settlement of 200% of the grant.

(10) Each unit represents a contingent right to receive one Enbridge Common Share. The units were granted on January 1, 2017 and will vest on December 1, 2019, on the condition that the officer remain employed at Enbridge throughout that time.

(11) The exercise price is in Canadian dollars.

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### Remarks:

Executive Vice President & Chief Financial Officer

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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