



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

October 12, 2018

Robert J. McNally  
President  
Equitrans Midstream Corporation  
2200 Energy Drive  
Canonsburg, PA 15317

**Re: Equitrans Midstream Corporation  
Amendment No. 1 to Registration Statement on Form 10-12B  
Filed September 25, 2018  
File No. 1-38629**

Dear Mr. McNally:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to these comments within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing your response to these comments, we may have additional comments.

Exhibit 99.1

Questions and Answers about the Separation and Distribution, page 1

1. We partially reissue comment 2. Here or in your Summary, please disclose the amount of the distribution and cash settlement to be paid to EQT and how you arrived at the amount of the distribution.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Robert J. McNally  
Equitrans Midstream Corporation  
October 12, 2018  
Page 2

You may contact Scott Stringer, Staff Accountant, at (202) 551-3272 or Bill Thompson, Accounting Branch Chief, at (202) 551-3344 if you have questions regarding comments on the financial statements and related matters. Please contact Jacqueline Kaufman, Staff Attorney, at (202) 551-3797 or me at (202) 551-3720 with any other questions.

Sincerely,

/s/ Mara L. Ransom

Mara L. Ransom  
Assistant Director  
Office of Consumer Products