FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number: 3235-02									
Estimated average burder	ı								
hours per response:	0.5								

10% Owner

Other (specify

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Officer (give title

X Director

X

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person^\star

Carter Thomas L Jr

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name **and** Ticker or Trading Symbol

Black Stone Minerals, L.P. [BSM]

(Last) (First) (Middle) 1001 FANNIN STREET, SUITE 2020							iest Tran	saction (M	onth/	Day/Year)		below) President, CEO and Chairman						
TX		77002		4. If	f Ame	endme	ent, Date	of Original	Filed	(Month/D		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(Sta	te)	(Zip)																
	Ta	able I - N	on-Deri	vativ	re S	ecur	ities A	cquired	l, Di	sposed	of, or Ber	neficially	Owned					
1. Title of Security (Instr. 3)					ar) if any		ion Date,	Code (I				(A) or 3, 4 and 5)	Beneficially Owned Followin		Form: Dire (D) or Indi	rect Ind direct Be 4) Ow	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common units representing limited partner interests 0:				2016				F	F 9,238		8 D	\$14.43(1)	229,87	229,873 ⁽²⁾				
Common units representing limited partner interests													30,289) (3)	I		By Georgia Elizabeth Carter 1995 Trust	
Common units representing limited partner interests													30,289 ⁽³⁾		Ro		By Katherine Ross Carter 1995 Trust	
Common units representing limited partner interests													30,290 ⁽³⁾		I Lea		By Molly Leachman Carter 1995 Trust	
Common units representing limited partner interests													5,689(3)		I Ti		By Fowler Thomas Carter 1995 Trust	
Common units representing limited partner interests													4,970,834 ⁽⁴⁾		I		By Carter2221, Ltd.	
		Table II											Owned					
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if any		Date, Transacti Code (Ins		tion of I		Expiration	Expiration Date		Securities Underlyi		str. Derivative Security (Instr. 5) Ben-Own Folking Rep		vative urities Form: Direct or Ind (I) (Ins orsaction(s)		: Beneficial t (D) Ownership lirect (Instr. 4)	
			C	ode \	v	(A)	(D)	Date Exercisab			Title							
(5)	01/04/2016			F			12,579	(5)		(5)	Common units representing limited partner interests	12,579	(6)	261,	965 ⁽⁷⁾	D		
(5)								(5)		(5)	Common units representing limited partner interests	7,452		7,4	.52 ⁽³⁾	I	By Katherine Ross Carter 1995 Trust	
(5)								(5)		(5)	Common units representing limited partner interests	7,452		7,4	52 ⁽³⁾	I	By Georgia Elizabeth Carter 1995 Trust	
	its represent its representation its	(State) Taurity (Instr. 3) its representing limited partits representing limited partitis representing limited partiti	TX 77002 (State) (Zip) Table I - N urity (Instr. 3) its representing limited partner Table II 2. Conversion Price of Price	(State) (Zip) Table I - Non-Derivative (Instr. 3) its representing limited partner its representing limited partner its representing limited partner its representing limited partner Table II - Derivative (e.g., 1 fary) in Exercise (Month/Day/Year) 2. Conversion Date (Month/Day/Year) Price of Derivative Security (Signature) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Signature) (S	TX 77002 (State) (Zip) Table I - Non-Derivative (Month/Day/Year) its representing limited partner its representing limited partner its representing limited partner Table II - Derivative (e.g., puts 2. Conversion Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative (e.g., puts 2. Conversion Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative (e.g., puts 2. Code (if any if an	TX 77002 (State) (Zip) Table I - Non-Derivative S urity (Instr. 3) 2. Transaction Date (Month/Day/Year) its representing limited partner its representing limited partner its representing limited partner its representing limited partner Table II - Derivative Ser (e.g., puts, car (e.g., puts)) Conversion or Exercise (Month/Day/Year) Exercise (Month/Day/Year) Security Toda (Instr. e.g., puts, car (e.g., puts, car (e.g	Table I - Non-Derivative Secur urity (Instr. 3) Table I - Non-Derivative Secur Urity (Instr. 3) 2. Transaction Date (Month/Day/Year) its representing limited partner its representing limited partner its representing limited partner Table II - Derivative Security (e.g., puts, calls, v (e.g., puts, call	TX 77002 (State) (Zip) Table I - Non-Derivative Securities A curity (Instr. 3) 2. Transaction Date (Month/Day/Year) its representing limited partner other interpresenting limited partner Table II - Derivative Securities Acquerities representing limited partner its representing limited partner Table II - Derivative Securities Acquerities Acquerities representing limited partner Table II - Derivative Securities Acquerities Acqu	TX 77002 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Month/Day/Year) 5. Date Expiration (Month/Day/Year) 6. Date Expiration (Month/Day/Year) 6. Date Expiration (Month/Day/Year) 6. Date Date (Month/Day/Year) 6. Date Expiration (Month/Day/Year) 6. Date E	TX 77002 (State) (Zip) Table I - Non-Derivative Securities Acquired, Discurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) its representing limited partner 01/04/2016 Table II - Derivative Securities Acquired, Discurity representing limited partner Table II - Derivative Securities Acquired, Discurdance of Conversion Date (E.g., puts, calls, warrants, options, Conversion Date (Month/Day/Year) Table II - Derivative Securities Acquired, Discurdance of Conversion Date (Month/Day/Year) Table II - Derivative Securities Acquired, Discurdance of Conversion Date (E.g., puts, calls, warrants, options, Month/Day/Year) Conversion Security Table II - Derivative Securities Acquired, Discurdance of Conversion (Month/Day/Year) Conversion Securities Acquired (A) or Optional Securities (A) or Optional Se	TX	TX 77002 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Ber urity (Instr. 3) 2. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 3. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 5. Transaction Date. (Month/Day/Year) 4. Transaction Date. (Month/Day/Year) 5. Transaction Date. (Month/Day/Year) 6. Date Exercisable and Securities Of Pointh/Day/Year) 7. Title and A Securities Of Pointh/Day/Year) 6. Date Exercisable and Securities Of Pointh/Day/Year) 6. Date Exercisable Date (Month/Day/Year) 7. Title and A Securities Of Pointh/Day/Year) 6. Date Exercisable Date (Month/Day/Year) 7. Title and A Securities Of Pointh/Day/Year) 6. Date Exercisable Date (Month/Day/Year) 7. Title and A Securities Of Pointh/Day/Year) 8. Title and A Securities Of Pointh/Day/Year) 9. Date Exercisable Date Title Common units of Pointh/Day/Year) 9. Date Exercisable Date Title Common units of Pointh/Day/Year) 9. Date Exercisable Date Title Common units of Pointh/Day/Year) 9. Date Exercisable Date Title Common units of Pointh/Day/Year) 9. Date Exercisable Date Title Common units of Pointh/Day/Year) 9. Date Exercisable Date Ti	TX 77002 (State) (Z-ip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Its representing limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Its representing limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Month/Day/Year) (Month/Day/Yea	TX 77002 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, Control Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 2. Transaction Date of Original Field (Month Day/Year) (Month Day/Year) 3. Deemed Day Report Date of Original Field (Month Day/Year) (Month Day/Year) 3. Deemed Day Report Date of Original Field (Month Day/Year) 4. State of Original Field (Month Day/Year) 3. Deemed Day Report Date of Original Field (Month Day/Year) 3. Deemed Day Report Date of Original Field (Month Day/Year) 4. Transaction Date of Original Field (Month Day/Year) 4. Transaction Date of Original Field (Month Day/Year) 3. Deemed Day Report Date of	TX 77002 (State) (Zep) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned unity (Instr. 3) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Unity (Instr. 3) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Unity (Instr. 3) Table I - Non-Derivative Securities Acquired (Disposed Of, or Beneficially Owned Unity (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Instr. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Inst. 3) Table I - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Inst. 3) Table I - Derivative Secu	TX 77002 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Treatment of Disposed of Securities Acquired, Disposed of Open Securities Securities (Disposed of Open Securities Securit	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting limited partner Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Strepresenting III - Derivative Securities Acquired, Disposed of, or Beneficially Owned Partner Securities Acquired, Disposed of, or Beneficially O	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Subordinated units representing limited partner interests	(5)							(5)	(5)	Common units representing limited partner interests	7,452		7,452 ⁽³⁾	I	By Molly Leachman Carter 1995 Trust
Subordinated units representing limited partner interests	(5)							(5)	(5)	Common units representing limited partner interests	7,452		7,452 ⁽³⁾	I	By Fowler Thomas Carter 1995 Trust
Subordinated units representing limited partner interests	(5)							(5)	(5)	Common units representing limited partner interests	6,510,669		6,510,669 ⁽⁴⁾	I	By Carter2221, Ltd.

Explanation of Responses:

- 1. For tax withholding purposes, the value of the common units was deemed to be equal to the closing price of BSM common units on December 31, 2015.
- 2. Of the common units reported on this line, 78,665 common units are subject to a restricted unit award issued pursuant to the Black Stone Minerals, L.P. Long-Term Incentive Plan (the "LTIP"). Except as otherwise provided in the LTIP or the award agreement governing the award, a portion of the common units will vest on each of March 15, 2016, January 1, 2017, March 15, 2017, and March 15, 2018 so long as the Reporting Person remains continuously employed by the Issuer, Black Stone Minerals GP, L.L.C. (the "General Partner"), or any of their respective affiliates through each such vesting date.
- 3. Preference Partners LP, a family partnership controlled by Mr. Carter, was liquidated on December 31, 2015, and the common and subordinated units previously held by Preference were distributed to trusts for the benefit of Mr. Carter's children
- 4. Camden Energy Limited Partnership, a family partnership controlled by Mr. Carter, was liquidated on December 31, 2015. Mr. Carter and certain of his family members and their associated trusts contributed their common and subordinated units to Carter2221, Ltd., a newly formed family partnership controlled by Mr. Carter.
- 5. Each subordinated unit will convert into one common unit representing a limited partner interest in the Issuer at the end of the subordination period described in the Issuer's Registration Statement on Form S-1, as amended (File No. 333-202875).
- 6. For tax withholding purposes, the Board of Directors set the value of the subordinated units at a discount to the 30-day volume-weighted average price of BSM common units at market close on December 31, 2015.
- 7. Of the subordinated units reported on this line, 103,032 subordinated units are subject to a restricted unit award issued pursuant to the LTIP. Except as otherwise provided in the LTIP or the award agreement governing the award, a portion of the subordinated units will vest on each of March 15, 2016, January 1, 2017, March 15, 2017, and March 15, 2018 so long as the Reporting Person remains continuously employed by the Issuer, the General Partner, or any of their respective affiliates through each such vesting date.

Remarks:

/s/Steve Putman, Attorney-in-Fact for Thomas L.Carter, Jr. 01/06/2016

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.