Cheniere Energy Partners, L.P. Form SC 13D/A July 31, 2017

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **SCHEDULE 13D**

**Under the Securities Exchange Act of 1934** 

(Amendment No. 2)\*

Cheniere Energy Partners, L.P.

(Name of Issuer)

**Common Units Representing Limited Partner Interests** 

(Title of Class of Securities)

16411Q101

(CUSIP Number)

John G. Finley

**Marisa Beeney** 

The Blackstone Group L.P.

**GSO Capital Partners LP** 

345 Park Avenue

345 Park Avenue

New York, NY 10154

New York, NY 10154

(212) 583-5000

(212) 503-2100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

July 21, 2017

#### (Date of Event which Requires filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.
<b>Note:</b> Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.
* The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.  The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act

but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP N	No. 16411	Q10	11 13D	Page 2 of 48 Pages				
1	Names of Reporting Persons							
2	Check th	ne A	CQP Common Holdco L.P. ppropriate Box if a Member of a Group					
	(a)	(b						
3	SEC Us	e Or	ıly					
4	Source of	of Fu	ands (See Instructions)					
5	OO Check it	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)					
6	Citizens	hip (	or Place of Organization					
NUMB SHA		re 7	Sole Voting Power					
BENEFIC		8	1,101,169 Shared Voting Power					
EAG	СН							
REPOR	RTING	9	0 Sole Dispositive Power					
PERS	SON							
WI	ТН	10	1,101,169 Shared Dispositive Power					

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

1,101,169

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

1.9%

14 Type of Reporting Person

CUSIP No. 16411		Q10	13D	Page 3 of 48 Pages					
1	Names o	Names of Reporting Persons							
2			CQP Common Holdco GP LLC ppropriate Box if a Member of a Group						
	(a)	(b							
3	SEC Us	e Or	nly						
4	Source of	of Fu	unds (See Instructions)						
5	OO Check it	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizens	hip (	or Place of Organization						
NUMB SHA		re 7	Sole Voting Power						
BENEFIC		8	1,101,169 Shared Voting Power						
EA	СН								
REPOR	RTING	9	0 Sole Dispositive Power						
PERS	SON								
WI	TH	10	1,101,169 Shared Dispositive Power						

Aggregate Amount Beneficially Owned by Each Reporting Person

1,101,169
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

1.9%
Type of Reporting Person

CUSIP No. 16	411Q1	01 13D	Page 4 of 48 Pages					
1 Nam	mes of Reporting Persons							
2 Chec	Blackstone CQP Holdco LP Check the Appropriate Box if a Member of a Group							
(a)	(	b)						
3 SEC	Use C	nly						
4 Sour	ce of I	Funds (See Instructions)						
OO 5 Chec	ck if di	sclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6 Citiz	Citizenship or Place of Organization							
Dela NUMBER O SHARES	ware F 7	Sole Voting Power						
BENEFICIALI OWNED BY	8	198,978,886 Shared Voting Power						
EACH								
REPORTING	G 9	0 Sole Dispositive Power						
PERSON		•						
WITH	10	198,978,886 Shared Dispositive Power						

0

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
  - 198,978,886
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 77.7%
- 14 Type of Reporting Person

CUSIP No. 16411Q101			13D	Page 5 of 48 Pages					
1	Names o	Names of Reporting Persons							
2			CQP Holdco II GP LLC appropriate Box if a Member of a Group						
	(a)	(t							
3	SEC Us	e Or	nly						
4	Source of	of Fu	unds (See Instructions)						
5	OO Check is	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizens	hip	or Place of Organization						
NUMB SHA		re 7	Sole Voting Power						
BENEFI	CIALLY	8	198,978,886 Shared Voting Power						
OWNE	ED BY	o	Shared voting rower						
EA	СН		0						
REPOR PERS		9	Sole Dispositive Power						
WI	ТН	10	198,978,886 Shared Dispositive Power						

11 Aggregate Amount Beneficially Owned by Each Reporting Person

198,978,886
12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13 Percent of Class Represented by Amount in Row (11)

77.7%

Type of Reporting Person

CUSIP No. 16411Q101			1 13D	Page 6 of 48 Pages					
1	Names of Reporting Persons								
2	Blacksto Check th								
3	SEC Use	(b e On							
4	Source of	of Fu	ands (See Instructions)						
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)								
6	Citizens	hip (	or Place of Organization						
NUMBI SHAI		re 7	Sole Voting Power						
BENEFIC		8	198,978,886 Shared Voting Power						
EAC	CH		0						
REPOR		9	Sole Dispositive Power						
PERS	SON								
WIT	ГН	10	198,978,886 Shared Dispositive Power						

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

198,978,886

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

77.7%

14 Type of Reporting Person

CUSIP No. 16411Q101			11 13D	Page 7 of 48 Pages					
1	Names of Reporting Persons								
2	Blackstone CQP Holdco GP LLC Check the Appropriate Box if a Member of a Group								
	(a)	(t	))						
3	SEC Us	se Or	nly						
4	Source	of Fu	unds (See Instructions)						
5	OO Check i	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization								
NUMB SHA	Delawa ER OF RES	re 7	Sole Voting Power						
BENEFI		8	198,978,886 Shared Voting Power						
FΔ	EACH								
			0						
REPOI	RTING	9	Sole Dispositive Power						
PER	SON								
WI	TH	10	198,978,886 Shared Dispositive Power						

Aggregate Amount Beneficially Owned by Each Reporting Person

198,978,886
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

77.7%
Type of Reporting Person

CUSIP No. 16411		Q10	11 13D	Page 8 of 48 Pages					
1	Names o	Names of Reporting Persons							
2			Energy Management Associates L.L.C. ppropriate Box if a Member of a Group						
	(a)	(b	))						
3	SEC Us	e Or	aly						
4	Source of	of Fu	unds (See Instructions)						
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)								
6	Citizens	hip	or Place of Organization						
NUMB SHA		re 7	Sole Voting Power						
BENEFIC		8	0 Shared Voting Power						
EA	СН		1,101,169						
REPOF	RTING	9	Sole Dispositive Power						
PER	SON								
WI	TH	10	0 Shared Dispositive Power						

1,101,169
Aggregate Amount Beneficially Owned by Each Reporting Person

1,101,169
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

1.9%
Type of Reporting Person

CUSIP No. 16411Q101			1 13D	Page 9 of 48 Pages					
1 N	Names of Reporting Persons								
	lacksto heck th								
	EC Use	(b e On							
4 S	ource o	f Fı	ands (See Instructions)						
	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)								
6 C	litizensl	or Place of Organization							
D NUMBER SHARE		e 7	Sole Voting Power						
BENEFICIA OWNED		8	0 Shared Voting Power						
EACH	[		200,080,055						
REPORTI	ING	9	Sole Dispositive Power						
PERSO	N								
WITH		10	0 Shared Dispositive Power						

#### 200,080,055

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
  - 200,080,055
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 78.1%
- 14 Type of Reporting Person
  - OO (Limited Liability Company)

CUSIP No. 16411Q101			11 13D	Page 10 of 48 Pages					
1	Names of Reporting Persons								
2	Blacksto Check th								
3	SEC Us	e Oı	nly						
4	Source	of Fu	unds (See Instructions)						
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)								
6	Citizens	ship	or Place of Organization						
NUMB SHA		re 7	Sole Voting Power						
BENEFIC		8	0 Shared Voting Power						
EAG	СН		1 101 170						
REPOR	RTING	9	1,101,169 Sole Dispositive Power						
PERS	SON								
WI	ТН	10	0 Shared Dispositive Power						

1,101,169
Aggregate Amount Beneficially Owned by Each Reporting Person

1,101,169
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

1.9%
Type of Reporting Person

CUSIP No. 16411Q10			1 13D	Page 11 of 48 Pages						
1	Names	Names of Reporting Persons								
2		BMA VI L.L.C. Check the Appropriate Box if a Member of a Group								
3	SEC Us	(b e Or								
4	Source	of Fu	ands (See Instructions)							
5	OO Check is	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)							
6	Citizens	ship	or Place of Organization							
NUMB SHA		re 7	Sole Voting Power							
BENEFI		8	0 Shared Voting Power							
EA	СН		200,080,055							
REPOI PER:		9	Sole Dispositive Power							
WI		10	0 Shared Dispositive Power							

#### 200,080,055

11 Aggregate Amount Beneficially Owned by Each Reporting Person

#### 200,080,055

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

78.1%

14 Type of Reporting Person

CUSIP No. 164	11 <b>Q</b> 10	13D	Page 12 of 48 Pages						
1 Name	Names of Reporting Persons								
	Blackstone Holdings III L.P. Check the Appropriate Box if a Member of a Group  (a) (b)								
3 SEC	Use Or	nly							
4 Source	e of Fu	ands (See Instructions)							
OO 5 Checl	k if dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)							
6 Citize	enship	or Place of Organization							
Queb NUMBER OF SHARES	ec, Cai								
BENEFICIALL OWNED BY	Y 8	200,080,055 Shared Voting Power							
EACH									
REPORTING	9	0 Sole Dispositive Power							
PERSON									
WITH	10	200,080,055 Shared Dispositive Power							

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

200,080,055

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

78.1%

14 Type of Reporting Person

CUSIP No. 16411Q101		101 13D	Page 13 of 48 Pages			
1 Nan	nes of	porting Persons				
	Blackstone Holdings III GP L.P. Check the Appropriate Box if a Member of a Group					
(a)		(b)				
3 SEC	SEC Use Only					
4 Sour	rce of	Funds (See Instructions)				
OO 5 Che	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)					
6 Citiz	zenshi	p or Place of Organization				
Dela NUMBER O SHARES	aware OF	7 Sole Voting Power				
BENEFICIAL OWNED BY	;	200,080,055 Shared Voting Power				
EACH						
REPORTING	G !	0 Sole Dispositive Power				
PERSON						
WITH	10	200,080,055  Shared Dispositive Power				

11 Aggregate Amount Beneficially Owned by Each Reporting Person

200,080,055

Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

78.1%

14 Type of Reporting Person

CUSIP No. 16411Q101		Q10	13D	Page 14 of 48 Pages			
1	Names	of R	eporting Persons				
2	Blackstone Holdings III GP Management L.L.C. Check the Appropriate Box if a Member of a Group						
	(a)	(t					
3	SEC Us	se Or	nly				
4	Source	Source of Funds (See Instructions)					
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizens	ship	or Place of Organization				
NUMB SHA		re 7	Sole Voting Power				
BENEFI	BENEFICIALLY		200,080,055				
OWNE	ED BY	8	Shared Voting Power				
EA	СН						
REPO	RTING	9	0 Sole Dispositive Power				
PER	SON						
WI	TH	10	200,080,055 Shared Dispositive Power				

# Edgar Filing: Cheniere Energy Partners, L.P. - Form SC 13D/A 0 11 Aggregate Amount Beneficially Owned by Each Reporting Person

200,080,055

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

78.1%

14 Type of Reporting Person

CUSIP No. 16411Q101			1 13D	Page 15 of 48 Pages			
1	Names	of R	porting Persons				
2	GSO Coastline Credit Partners LP Check the Appropriate Box if a Member of a Group						
	(a)	(t					
3	SEC Us	e Or	nly				
4	Source	of Fu	ands (See Instructions)				
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization						
NUMB SHA		re 7	Sole Voting Power				
BENEFI		8	0 Shared Voting Power				
EA	СН						
REPOR	RTING	9	0 Sole Dispositive Power				
PERS	SON						
WI	TH	10	0 Shared Dispositive Power				

11 Aggregate Amount Beneficially Owned by Each Reporting Person

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13 Percent of Class Represented by Amount in Row (11)

14 Type of Reporting Person

CUSIP No. 16411Q10		01 13D	Page 16 of 48 Pages			
1 Nam	es of R	eporting Persons				
	GSO Credit Alpha Fund AIV-2 LP Check the Appropriate Box if a Member of a Group					
(a)	(	b)				
3 SEC	SEC Use Only					
4 Sour	ce of F	funds (See Instructions)				
OO 5 Chec	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)					
6 Citiz	Citizenship or Place of Organization					
Dela NUMBER OI SHARES		Sole Voting Power				
BENEFICIALI OWNED BY	8	462,922 Shared Voting Power				
EACH						
REPORTING	i 9	0 Sole Dispositive Power				
PERSON						
WITH	10	462,922 Shared Dispositive Power				

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

462,922

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

0.8%

14 Type of Reporting Person

CUSIP No. 16411Q101		Q10	1 13D	Page 17 of 48 Pages			
1	Names	of R	eporting Persons				
2	GSO Credit Alpha Associates LLC Check the Appropriate Box if a Member of a Group						
	(a)	(t					
3	SEC Use Only						
4	Source	Source of Funds (See Instructions)					
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization						
NUMB SHA		re 7	Sole Voting Power				
BENEFI	BENEFICIALLY 8 OWNED BY		462,922				
OWNE			Shared Voting Power				
EA	СН						
REPOI	RTING	9	0 Sole Dispositive Power				
PER	SON						
WI	TH	10	462,922 Shared Dispositive Power				

Aggregate Amount Beneficially Owned by Each Reporting Person

462,922
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

0.8%
Type of Reporting Person

CUSIP No. 16411Q101		Q10	13D	Page 18 of 48 Pages			
1	Names	of R	eporting Persons				
2	GSO Credit-A Partners LP Check the Appropriate Box if a Member of a Group						
	(a)	(t	)) 				
3	SEC Use Only						
4	Source of Funds (See Instructions)						
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization						
NUMB SHA		re 7	Sole Voting Power				
BENEFI		8	953,855 Shared Voting Power				
EA							
REPOR	RTING	9	0 Sole Dispositive Power				
PERS	SON						
WI	ТН	10	953,855 Shared Dispositive Power				

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

953,855

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

1.7%

14 Type of Reporting Person

CUSIP No. 16411Q101			13D	Page 19 of 48 Pages
1	Names	of R	eporting Persons	
2			to Opportunistic Investment Partners LP ppropriate Box if a Member of a Group	
	(a)	(t		
3	SEC Us	e Or	nly	
4	Source	of Fu	unds (See Instructions)	
5	OO Check i	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizens	ship	or Place of Organization	
NUMB SHA	Delawa BER OF RES	re 7	Sole Voting Power	
BENEFI		8	953,855 Shared Voting Power	
EA	СН			
REPOI	RTING	9	0 Sole Dispositive Power	
PER	SON			
WI	TH	10	953,855 Shared Dispositive Power	

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

953,855

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

1.7%

14 Type of Reporting Person

CUSIP No. 1	6411Q10	13D	Page 20 of 48 Pages			
1 Na	Names of Reporting Persons					
	eck the A	al Situations Fund LP Appropriate Box if a Member of a Group				
	CC Use Oi					
4 Sou	urce of F	unds (See Instructions)				
OC 5 Cho		closure of legal proceedings is required pursuant to Items 2(d) or 2(e)				
6 Cit	tizenship	or Place of Organization				
Del NUMBER ( SHARES		Sole Voting Power				
BENEFICIAI	8	0 Shared Voting Power				
EACH REPORTIN	NG 9	0 Sole Dispositive Power				
PERSON	1					
WITH	10	0 Shared Dispositive Power				

Aggregate Amount Beneficially Owned by Each Reporting Person

O Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

O.0%

Type of Reporting Person

CUSIP No. 16411		Q10	13D	Page 21 of 48 Pages			
1	Names	Names of Reporting Persons					
2			l Situations Master Fund LP ppropriate Box if a Member of a Group				
	(a)	(t					
3	SEC Us	e Or	nly				
4	Source	of Fu	unds (See Instructions)				
5	OO Check is	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)				
6	Citizens	ship	or Place of Organization				
NUMB SHA	ER OF	ı Isla 7	ands, British West Indies Sole Voting Power				
BENEFI		8	0 Shared Voting Power				
EA	СН		0				
REPOR	RTING	9	Sole Dispositive Power				
PERS	SON						
WI	TH	10	0 Shared Dispositive Power				

O
Aggregate Amount Beneficially Owned by Each Reporting Person

O
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

0.0%

14 Type of Reporting Person

CUSIP No. 16411Q101			13D	Page 22 of 48 Pages
1	Names	of R	eporting Persons	
2			l Situations Overseas Master Fund Ltd. ppropriate Box if a Member of a Group	
	(a)	(t		
3	SEC Us	se Oı	nly	
4	Source	of Fı	unds (See Instructions)	
5	CO Check i	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizens	ship	or Place of Organization	
NUMB SHA	ER OF		ands, British West Indies Sole Voting Power	
BENEFI		8	0 Shared Voting Power	
EA	СН			
REPOR	RTING	9	0 Sole Dispositive Power	
PERS	SON			
WI	ТН	10	0 Shared Dispositive Power	

O
Aggregate Amount Beneficially Owned by Each Reporting Person

Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

0.0%

14 Type of Reporting Person

CO

CUSIP N	No. 16411	Q10	13D	Page 23 of 48 Pages
1	Names o	of R	eporting Persons	
2	Check tl	he A	l Partners LP ppropriate Box if a Member of a Group	
	(a)	(t		
3	SEC Us	e Or	nly	
4	Source of	of Fu	unds (See Instructions)	
5	OO Check it	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizens	hip	or Place of Organization	
NUMB SHA		re 7	Sole Voting Power	
BENEFIC		8	0 Shared Voting Power	
EA	СН			
REPOR	RTING	9	0 Sole Dispositive Power	
PER	SON			
WI	TH	10	0 Shared Dispositive Power	

11 Aggregate Amount Beneficially Owned by Each Reporting Person

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13 Percent of Class Represented by Amount in Row (11)

14 Type of Reporting Person

CUSIP No. 16411Q101			11 13D	Page 24 of 48 Pages		
1	Names of Reporting Persons					
2	GSO Ac Check th					
3	SEC Us	(t e Oı				
4	Source of	of Fu	unds (See Instructions)			
5	OO Check is	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)			
6	Citizens	ship	or Place of Organization			
NUMB SHA		re 7	Sole Voting Power			
BENEFIO OWNE		8	0 Shared Voting Power			
EA	СН					
REPOR	RTING	9	0 Sole Dispositive Power			
PERS	SON					
WI	ТН	10	0 Shared Dispositive Power			

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11	0 Aggregate Amount Beneficially Owned by Each Reporting Person
12	0 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
13	Percent of Class Represented by Amount in Row (11)
14	0.0% Type of Reporting Person

OO (Limited Liability Company)

CUSIP No. 16411Q101			13D	Page 25 of 48 Pages				
1	Names	Names of Reporting Persons						
2			to Opportunistic Associates LLC appropriate Box if a Member of a Group					
	(a)	(t						
3	SEC Us	se Or	nly					
4	Source	of Fı	unds (See Instructions)					
5	OO Check i	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)					
6	Citizens	ship	or Place of Organization					
NUMB SHA		re 7	Sole Voting Power					
BENEFI		8	953,855 Shared Voting Power					
EA	СН							
REPO	RTING	9	0 Sole Dispositive Power					
PER	SON							
WI	TH	10	953,855 Shared Dispositive Power					

## Edgar Filing: Cheniere Energy Partners, L.P. - Form SC 13D/A O Aggregate Amount Beneficially Owned by Each Reporting Person

- 953,855
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 1.7%
- 14 Type of Reporting Person
  - OO (Limited Liability Company)

CUSIP No. 16411Q101			1 13D	Page 26 of 48 Pages			
1 Na	Names of Reporting Persons						
			A Associates LLC ppropriate Box if a Member of a Group				
(a)	)	(b	)				
3 SE	CC Use	On	ly				
4 So	urce o	f Fu	ands (See Instructions)				
OC 5 Ch		disc	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)				
6 Cit	tizensł	nip o	or Place of Organization				
De NUMBER SHARES		e 7	Sole Voting Power				
BENEFICIA  OWNED E		8	462,922 Shared Voting Power				
EACH							
REPORTIN	NG	9	0 Sole Dispositive Power				
PERSON	1						
WITH		10	462,922 Shared Dispositive Power				

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
  - 462,922
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 0.8%
- 14 Type of Reporting Person
  - OO (Limited Liability Company)

CUSIP No. 1	16411Q101 13	D	Page 27 of 48 Pages
1 Na	ames of Reporting Persons		
	SO Holdings I L.L.C. neck the Appropriate Box if a Member of a Grou  (b)		
3 SE	EC Use Only		
4 Sou	ource of Funds (See Instructions)		
OC 5 Ch	Oneck if disclosure of legal proceedings is require	d pursuant to Items 2(d) or 2(e)	
6 Cit	tizenship or Place of Organization		
De NUMBER ( SHARES	-		
BENEFICIAL OWNED B	8 Shared Voting Power		
EACH REPORTIN	0 NG 9 Sole Dispositive Power		
PERSON	-		
WITH	2,370,632 10 Shared Dispositive Power		

# Aggregate Amount Beneficially Owned by Each Reporting Person 2,370,632 Check if the Aggregate Amount in Row (11) Excludes Certain Shares Percent of Class Represented by Amount in Row (11)

4.2%

Type of Reporting Person

OO (Limited Liability Company)

14

Edgar Filing: Cheniere Energy Partners, L.P. - Form SC 13D/A

54

CUSIP No. 16411		Q10	1 13D	Page 28 of 48 Pages
1	Names o	of Ro	eporting Persons	
2	Check tl	he A	Holdings I L.P. ppropriate Box if a Member of a Group	
	(a)	(b	)	
3	SEC Us	e Or	nly	
4	Source of	of Fu	ands (See Instructions)	
5	OO Check if	f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizens	hip (	or Place of Organization	
NUMB SHA		re 7	Sole Voting Power	
BENEFIC		8	0 Shared Voting Power	
EA	СН			
REPOF		9	0 Sole Dispositive Power	
PERS	SON			
WI	TH	10	0 Shared Dispositive Power	

## Edgar Filing: Cheniere Energy Partners, L.P. - Form SC 13D/A O Aggregate Amount Beneficially Owned by Each Reporting Person

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares

- Percent of Class Represented by Amount in Row (11)
- 0.0%14 Type of Reporting Person

CUSIP No. 16411Q10			1 13D	Page 29 of 48 Pages				
1	Names o	ames of Reporting Persons						
2	Blackstone Holdings II L.P. Check the Appropriate Box if a Member of a Group  (a) (b)							
3	SEC Use	e On	ıly					
4	Source of	of Fu	ands (See Instructions)					
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)							
6	Citizenship or Place of Organization							
NUMBI SHAF		re 7	Sole Voting Power					
BENEFIC		8	2,370,632 Shared Voting Power					
EAC	CH							
REPORTING		9	0 Sole Dispositive Power					
PERS	ON							
WIT	TH	10	2,370,632 Shared Dispositive Power					

11 Aggregate Amount Beneficially Owned by Each Reporting Person

2,370,632
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

- Percent of Class Represented by Amount in Row (11)
- 4.2%14 Type of Reporting Person

CUSIP No. 16411Q101			1 13D	Page 30 of 48 Pages			
1 Na	ames o	f Re	eporting Persons				
2 Ch	Blackstone Holdings I/II GP Inc. Check the Appropriate Box if a Member of a Group  (a) (b)						
3 SE	SEC Use Only						
4 So	Source of Funds (See Instructions)						
	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6 Cit	Citizenship or Place of Organization						
De NUMBER SHARES		e 7	Sole Voting Power				
BENEFICIA OWNED I	NED BY		2,370,632 Shared Voting Power				
EACH							
REPORTIN	NG	9	0 Sole Dispositive Power				
PERSON	1						
WITH		10	2,370,632 Shared Dispositive Power				

0

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
  - 2,370,632
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 4.2%
- 14 Type of Reporting Person

CO

CUSIP No. 16411Q101			1 13D	Page 31 of 48 Pages			
1 N	ames o	f Re	porting Persons				
	The Blackstone Group L.P. Check the Appropriate Box if a Member of a Group						
(a	.)	(b	)				
3 SI	SEC Use Only						
4 Sc	ource o	f Fu	ands (See Instructions)				
	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6 Ci	Citizenship or Place of Organization						
D NUMBER SHARE		e 7	Sole Voting Power				
BENEFICIA OWNED	8	8	202,450,687 Shared Voting Power				
EACH							
REPORTI	NG	9	0 Sole Dispositive Power				
PERSO	N						
WITH		10	202,450,687 Shared Dispositive Power				

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

202,450,687

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

79.1%

14 Type of Reporting Person

CUSIP No. 16411Q101			1 13D	Page 32 of 48 Pages			
1 1	Names o	of Re	eporting Persons				
	Blackstone Group Management L.L.C. Check the Appropriate Box if a Member of a Group						
(	(a)	(b	)				
3 5	SEC Use Only						
4 5	Source of Funds (See Instructions)						
	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6 (	Citizenship or Place of Organization						
I NUMBE SHAR		e 7	Sole Voting Power				
BENEFICI OWNED		8	202,450,687 Shared Voting Power				
EACI	Н						
REPORT	TING	9	0 Sole Dispositive Power				
PERSO	ON						
WITI		10	202,450,687 Shared Dispositive Power				

Aggregate Amount Beneficially Owned by Each Reporting Person

202,450,687
Check if the Aggregate Amount in Row (11) Excludes Certain Shares

Percent of Class Represented by Amount in Row (11)

79.1%
Type of Reporting Person

OO (Limited Liability Company)

CUSIP No. 16411Q1	13D	Page 33 of 48 Pages				
1 Names of F	eporting Persons					
2 Check the A	Schwarzman Appropriate Box if a Member of a Group  b)					
3 SEC Use O	SEC Use Only					
4 Source of F	Source of Funds (See Instructions)					
OO 5 Check if die	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)					
6 Citizenship	Citizenship or Place of Organization					
United Stat NUMBER OF 7 SHARES	es of America Sole Voting Power					
BENEFICIALLY 8 OWNED BY	202,450,687 Shared Voting Power					
EACH						
REPORTING 9	0 Sole Dispositive Power					
PERSON						
WITH	202,450,687 Shared Dispositive Power					

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

202,450,687

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

79.1%

14 Type of Reporting Person

IN

CUSIP No. 16411Q101			1 13D	Page 34 of 48 Pages			
1	Names	of R	eporting Persons				
2	Bennett J. Goodman Check the Appropriate Box if a Member of a Group						
3	(a) (b) SEC Use Only						
4	Source	of F	ands (See Instructions)				
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization						
NUMB SHA	ER OF	State 7	s of America Sole Voting Power				
BENEFICIALLY OWNED BY		8	0 Shared Voting Power				
EA	СН		2,370,632				
	REPORTING		Sole Dispositive Power				
PER	SON						
WI	TH	10	0 Shared Dispositive Power				

#### 2,370,632

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
  - 2,370,632
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)
  - 4.2%
- 14 Type of Reporting Person

IN

CUSIP No. 16411Q1		Q10	13D	Page 35 of 48 Pages			
1	Names	of R	eporting Persons				
2	J. Albert Smith III Check the Appropriate Box if a Member of a Group						
	(a)	(t	<b>)</b>				
3	SEC Use Only						
4	Source	of Fu	Funds (See Instructions)				
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)						
6	Citizenship or Place of Organization						
NUMB SHA	ER OF	State 7	es of America Sole Voting Power				
	BENEFICIALLY OWNED BY		0 Shared Voting Power				
EA	СН						
REPOR	REPORTING		2,370,632 Sole Dispositive Power				
PERSON							
WI	ТН	10	0 Shared Dispositive Power				

#### 2,370,632

11 Aggregate Amount Beneficially Owned by Each Reporting Person

#### 2,370,632

- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- Percent of Class Represented by Amount in Row (11)

4.2%

14 Type of Reporting Person

IN

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#### **Explanatory Note**

This Amendment No. 2 to Schedule 13D (this Amendment No. 2 ) amends and supplements the Schedule 13D originally filed with the United States Securities and Exchange Commission (the SEC ) on October 13, 2015 (as amended to date, the Schedule 13D ), relating to the common units representing limited partner interests (the Common Units ) of Cheniere Energy Partners, L.P., a Delaware limited partnership (the Issuer ). Capitalized terms used herein without definition shall have the meaning set forth in the Schedule 13D.

#### Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and supplemented by adding the following new subparagraphs to the list of Reporting Persons:

- (xi) Blackstone COP Holdco LP, which is a Delaware limited partnership (COP Holdco);
- (xii) Blackstone CQP Holdco II GP LLC, which is a Delaware limited liability company ( Holdco GP );
- (xiii) Blackstone CQP FinanceCo LP, which is a Delaware limited partnership ( CQP Finance ); and
- (xiv) Blackstone CQP Holdco GP LLC, which is a Delaware limited liability company ( CQP GP and collectively with CQP Finance, Holdco GP and CQP Holdco the Blackstone CQP Entities ).
   The previously defined terms, Reporting Person and Reporting Persons are hereby amended to include each of the Blackstone CQP Entities in this and all subsequent amendments.

In addition, the first, second and fourth full paragraphs under Item 2 are hereby amended and restated in their entirety as follows:

The principal business address of each of the Blackstone Entities, the Blackstone CQP Entities, the Blackstone Holdings Entities, the Blackstone Topco Entities and Mr. Schwarzman is c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154. The principal business address of each of the GSO Entities, other than the Blackstone Holdings Entities, and the GSO Executives is c/o GSO Capital Partners LP, 345 Park Avenue, New York, NY 10154.

The principal business of the Blackstone Fund and CQP Holdco is investing in securities of the Issuer. The principal business of the GSO Funds is investing in both public and private non-investment grade and non-rated securities, including leveraged loans, high yield bonds, distressed securities, second lien loans, mezzanine securities, equity securities, credit derivatives and other investments.

The principal business of each of the GSO Entities, other than the GSO Funds and GSO Capital Partners LP, the Blackstone Entities, other than the Blackstone Fund, the Blackstone CQP Entities, other than CQP Holdco, and the Blackstone Topco Entities is directing the operations of, and serving as the respective general partner, managing member (or similar position) and/or equity holder of, certain GSO or Blackstone affiliated entity or entities, as

applicable.

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The last paragraph of Item 2 is hereby restated as follows:

During the last five years, none of the Reporting Persons (i) have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of the Schedule 13D is hereby amended and supplemented by adding the following:

As previously disclosed, on May 14, 2012, CQP Holdco purchased 100,000,000 Class B Units for \$1.5 billion pursuant to the Blackstone Unit Purchase Agreement. CQP Holdco received the funds to purchase the Class B Units from the issuance of the 2.324% Quarterly Senior Secured Notes due 2019 (the Notes) and from capital contributions by its limited partners.

## Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following:

On July 21, 2017, the Issuer declared a quarterly cash distribution for the quarter ended June 30, 2017 and set the record date for such distribution as August 1, 2017. As such, the Class B Units will mandatorily convert into Common Units on August 2, 2017, which is the first business day following the record date for the Issuer s distribution with respect to the quarter ended June 30, 2017. The Class B Units are convertible into Common Units at an accreted conversion ratio of approximately 1.99 Common Units per Class B Unit, which will result in the issuance of 198,978,886 Common Units to CQP Holdco.

### Amended and Restated Pledge Agreement

Pursuant to a series of Note Purchase Agreements entered into between CQP Holdco and certain note purchasers named therein (the Note Purchases), CQP Holdco issued an aggregate of \$1,265,000,000 of its 2.324% Quarterly Senior Secured Notes due 2019 (the Notes) to the Note Purchasers. The Notes are governed by an Indenture, dated March 19, 2014 (as amended and supplemented, the Indenture), entered into between CQP Holdco and Wilmington Trust, National Association, as trustee and collateral agent (in such capacity, the Collateral Agent) on behalf of the Note Purchasers.

As security for the Notes, CQP Holdco and the Collateral Agent entered into an Amended and Restated Pledge Agreement, dated October 6, 2014 (the Pledge Agreement ), pursuant to which CQP Holdco pledged its interest in the Class B Units as security for the repayment in full of the Notes. The Common Units issuable upon conversion of the Class B Units will replace the Class B Units as security for the repayment in full of the Notes following such conversion.

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#### Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

(a)-(b)

Calculations of the percentage of Common Units beneficially owned are based on a total of 57,110,723 Common Units outstanding as of June 28, 2017, as reported in the Issuer's Registration Statement on Form S-3 filed with the Securities and Exchange Commission on July 13, 2017, and assumes issuance of 198,978,886 Common Units upon conversion of the 100,000,000 Class B Units held of record by CQP Holdco for each of the entities deemed to be the beneficial owner of such Common Units.

The aggregate number and percentage of Common Units beneficially owned by each Reporting Person and, for each Reporting Person, the number of Common Units as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition of, or shared power to dispose or to direct the disposition of are set forth on rows 7 through 11 and row 13 of the cover pages of this Schedule 13D and are incorporated herein by reference.

The Blackstone Fund is the record holder of 1,101,169 Common Units. GSO Credit-A Partners LP is the record holder of 953,855 Common Units. GSO Palmetto Opportunistic Investment Partners LP is the record holders of 953,855 Common Units. GSO Credit Alpha Fund AIV-2 LP is the record owner of 462,922 Common Units. Blackstone CQP Holdco is the record holder of 100,000,000 Class B Units that are mandatorily convertible into 198,978,886 Common Units on August 2, 2017.

Blackstone CQP Common Holdco GP LLC is the general partner of the Blackstone Fund. Blackstone Energy Management Associates L.L.C. and Blackstone Management Associates VI L.L.C. are the managing members of Blackstone CQP Common Holdco GP LLC. Blackstone EMA L.L.C. is the sole member of Blackstone Energy Management Associates L.L.C. BMA VI L.L.C. is the sole member of Blackstone Management Associates VI L.L.C.

Holdco GP is the general partner of CQP Holdco. CQP Finance is the sole member of Holdco GP. CQP GP is the general partner of CQP Finance. Blackstone Management Associates VI L.L.C. is the sole member of CQP GP. BMA VI L.L.C. is the sole member of Blackstone Management Associates VI L.L.C.

Blackstone Holdings III L.P. is the managing member of both BMA VI L.L.C. and Blackstone EMA L.L.C. Blackstone Holdings III GP L.P. is the general partner of Blackstone Holdings III L.P. Blackstone Holdings III GP Management L.L.C. is the general partner of Blackstone Holdings III GP L.P.

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GSO Palmetto Opportunistic Associates LLC is the general partner of GSO Palmetto Opportunistic Investment Partners LP. GSO Credit-A Associates LLC is the general partner of GSO Credit-A Partners LP. GSO Alpha LLC is the general partner of GSO Alpha AIV-2. GSO Holdings I L.L.C. is the managing member of each of GSO Palmetto Opportunistic Associates LLC, GSO Credit-A Associates LLC and GSO Alpha LLC.

Blackstone Holdings II L.P. is the managing member of GSO Holdings I L.L.C. with respect to securities beneficially owned by GSO Palmetto Opportunistic Associates LLC, GSO Credit-A Associates LLC and GSO Alpha LLC. Blackstone Holdings I/II GP Inc. is the general partner of Blackstone Holdings II L.P.

The Blackstone Group L.P. is the controlling shareholder of Blackstone Holdings I/II GP Inc. and the sole member of Blackstone Holdings III GP Management L.L.C. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Stephen A. Schwarzman is the founding member of Blackstone Group Management L.L.C.

Each of the Blackstone Entities may be deemed to beneficially own the Common Units held of record by the Blackstone Fund. Each of the Blackstone CQP Entities may be deemed to beneficially own the Class B Units held of record by CQP Holdco. Each of the GSO Entities and the GSO Executives may be deemed to beneficially own the Common Units held of record by the GSO Funds. Each of the Blackstone Topco Entities and Mr. Schwarzman may be deemed to beneficially own the Common Units held of record by each of the Blackstone Fund and the GSO Funds and the Class B Units held of record by CQP Holdco. However, neither the filing of this Schedule 13D nor any of its contents shall be deemed to constitute an admission that any Reporting Person (other than the entities identified as directly holding the securities reported herein) is the beneficial owner of Common Units referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose and each of the Reporting Persons expressly disclaims beneficial ownership of such Common Units and any assertion or presumption that it or he and the other persons on whose behalf this statement is filed constitute a group.

- (c) Except for the transactions disclosed in Item 4 herein, none of the Reporting Persons has effected any transactions in the Common Units of the Issuer during the past sixty days.
- (d) None.
- (e) As of January 2017, each of Blackstone Holdings I L.P., GSO Advisor Holdings L.L.C., GSO Capital Partners LP, GSO Special Situations Overseas Master Fund Ltd., GSO Special Situations Master Fund LP, GSO Special Situations Fund LP and GSO Coastline Credit Partners LP ceased to be the beneficial owner of more than five percent of the Common Units of the Issuer.

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**Item 6.** Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer. Item 6 of the Schedule 13D is hereby amended and supplemented by adding the following:

Item 4 above summarizes certain provisions of the Pledge Agreement and is incorporated herein by reference.

Except as set forth herein, none of the Reporting Persons has any contracts, arrangements, understandings or relationships (legal or otherwise) with any person with respect to any securities of the Issuer, including, but not limited to, any contracts, arrangements, understandings or relationships concerning the transfer or voting of such securities, finder s fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.

### Item 7. Material to Be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and restated in its entirety as follows:

Exhibit Number	Description
1	Joint Filing Agreement.
2	Power of Attorney Bennett J. Goodman (incorporated by reference to Exhibit 2 of the Schedule 13D filed by the Reporting Persons with the SEC on October 13, 2015).
3	Power of Attorney J. Albert Smith III (incorporated by reference to Exhibit 3 of the Schedule 13D filed by the Reporting Persons with the SEC on October 13, 2015).
4	Unit Purchase Agreement, dated May 14, 2012, by and among Cheniere Energy Partners, L.P., Cheniere Energy, Inc. and Blackstone CQP Holdco LP (Incorporated by reference to Exhibit 10.1 to Cheniere Energy Partners, L.P. s Current Report on Form 8-K (SEC File No. 001-33366), filed on May 15, 2012)
5	Investors and Registration Rights Agreement, dated as of July 31, 2012, by and among Cheniere Energy, Inc., Cheniere Energy Partners, L.P., Cheniere Energy Partners GP, LLC, Blackstone CQP Holdco LP and the other investors party thereto from time to time (Incorporated by reference to Exhibit 10.1 to Cheniere Energy Partners, L.P. s Current Report on 8-K (SEC File No. 001-33366), filed on August 6, 2012)
6	Letter Agreement, dated as of August 9, 2012, among Cheniere Energy, Inc., Cheniere Energy Partners, L.P. and Blackstone CQP Holdco LP (Incorporated by reference to Exhibit 10.1 to Cheniere Energy Partners, L.P. s Current Report on Form 8-K (SEC File No. 001-33366), filed on August 9, 2012)
7	Third Amended and Restated Limited Liability Company Agreement of Cheniere Energy Partners GP, LLC, dated as of August 9, 2012 (Incorporated by reference to Exhibit 3.2 to Cheniere Energy Partners, L.P. s Current Report on Form 8-K (SEC File No. 001-33366), filed on August 9, 2012)

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### **SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 31, 2017

## Blackstone CQP Common Holdco L.P.

By: Blackstone CQP Common Holdco GP

LLC, its general partner

By: Blackstone Management Associates VI L.L.C., its managing member

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Blackstone CQP Common Holdco GP LLC

By: Blackstone Management Associates VI

L.L.C., its managing member

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

## **Blackstone CQP Holdco LP**

By: Blackstone CQP Holdco II GP LLC, its

general partner

By: Blackstone CQP FinanceCo LP, its

sole member

By: Blackstone CQP Holdco GP, LLC, its

general partner

By: Blackstone Management Associates VI

L.L.C., its sole member

By: BMA VI L.L.C., its sole member

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## Blackstone CQP Holdco II GP LLC

By: Blackstone CQP FinanceCo LP, its

sole member

By: Blackstone CQP Holdco GP, LLC, its

general partner

By: Blackstone Management Associates VI

L.L.C., its sole member

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

## Blackstone CQP FinanceCo LP

By: Blackstone CQP Holdco GP, LLC, its

general partner

By: Blackstone Management Associates VI

L.L.C., its sole member

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Blackstone CQP Holdco GP, LLC

By: Blackstone Management Associates VI

L.L.C., its sole member

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

# **Blackstone Energy Management Associates** L.L.C.

By: Blackstone EMA L.L.C., its sole

member

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## Blackstone Management Associates VI L.L.C.

By: BMA VI L.L.C., its sole member

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

#### Blackstone EMA L.L.C.

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

#### BMA VI L.L.C.

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

## Blackstone Holdings III L.P.

By: Blackstone Holdings III GP L.P., its

general partner

By: Blackstone Holdings III GP

Management L.L.C., its general partner

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Blackstone Holdings III GP L.P.

By: Blackstone Holdings III GP

Management L.L.C., its general partner

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## Blackstone Holdings III GP Management L.L.C.

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

#### **GSO Coastline Credit Partners LP**

By: GSO Capital Partners LP, its

investment advisor

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

## GSO Credit Alpha Fund AIV-2 LP

By: GSO Credit Alpha Associates LLC, its

general partner

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

## **GSO Credit Alpha Associates LLC**

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

### **GSO Credit-A Partners LP**

By: GSO Credit-A Associates LLC, its

general partner

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

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## GSO Palmetto Opportunistic Investment Partners LP

By: GSO Palmetto Opportunistic

Associates LLC, its general partner

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

### **GSO Special Situations Fund LP**

By: GSO Capital Partners LP, its

investment manager

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

## **GSO Special Situations Master Fund LP**

By: GSO Capital Partners LP, its

investment manager

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

# **GSO Special Situations Overseas Master Fund Ltd.**

By: GSO Capital Partners LP, its

investment manager

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

## **GSO Capital Partners LP**

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

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## GSO Advisor Holdings L.L.C.

By: Blackstone Holdings I L.P., its sole

member

By: Blackstone Holdings I/II GP Inc., its

general partner

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

## **GSO Palmetto Opportunistic Associates** LLC

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

### **GSO Credit-A Associates LLC**

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

## **GSO Holdings I L.L.C.**

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Blackstone Holdings I L.P.

By: Blackstone Holdings I/II GP Inc., its

general partner

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## Blackstone Holdings II L.P.

By: Blackstone Holdings I/II GP Inc., its

general partner

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Blackstone Holdings I/II GP Inc.

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### The Blackstone Group L.P.

By: Blackstone Group Management L.L.C.

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

## **Blackstone Group Management L.L.C.**

By: /s/ John G. Finley Name: John G. Finley Title: Chief Legal Officer

### Stephen A. Schwarzman

/s/ Stephen A. Schwarzman Stephen A. Schwarzman

## Bennett J. Goodman

By: /s/ Marisa Beeney Name: Marisa Beeney Title: Attorney-in-Fact CUSIP No. 16411Q101 13D Page 48 of 48 Pages

## J. Albert Smith III

By: /s/ Marisa Beeney Name: Marisa Beeney Title: Attorney-in-Fact