

Cheniere Energy Partners, L.P.  
Form SC 13D/A  
January 15, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)\***

**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)**

**January 13, 2016**

**(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. "

**Note:** 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).

**1 NAMES OF REPORTING PERSONS**

**Blackstone CQP Common Holdco L.P.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 1,101,169**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**1,101,169**

**10 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

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**PN**

CUSIP No. 16411Q101

13D

Page 3 of 41

**1 NAMES OF REPORTING PERSONS****Blackstone CQP Common Holdco GP LLC****2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY****4 SOURCE OF FUNDS****OO****5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "****6 CITIZENSHIP OR PLACE OF ORGANIZATION****Delaware****NUMBER OF 7 SOLE VOTING POWER****SHARES****BENEFICIALLY 1,101,169****8 SHARED VOTING POWER****OWNED BY****EACH****REPORTING 9 0 SOLE DISPOSITIVE POWER****PERSON****WITH****1,101,169  
10 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

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

CUSIP No. 16411Q101

13D

Page 4 of 41

**1** NAMES OF REPORTING PERSONS**Blackstone Energy Management Associates L.L.C.****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY**4** SOURCE OF FUNDS**OO****5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**6** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware****NUMBER OF** **7** **SOLE VOTING POWER****SHARES****BENEFICIALLY** **0****8** **SHARED VOTING POWER****OWNED BY****EACH****REPORTING** **9** **1,101,169**  
**SOLE DISPOSITIVE POWER****PERSON****WITH** **0****10** **SHARED DISPOSITIVE POWER**

**1,101,169**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**1,101,169**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**



**1 NAMES OF REPORTING PERSONS**

**Blackstone Management Associates VI L.L.C.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 0**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**1,101,169**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 0**

**10 SHARED DISPOSITIVE POWER**

**1,101,169**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**1,101,169**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1 NAMES OF REPORTING PERSONS**

**Blackstone EMA L.L.C.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 0**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**1,101,169**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 0**

**10 SHARED DISPOSITIVE POWER**

**1,101,169**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**1,101,169**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1 NAMES OF REPORTING PERSONS**

**BMA VI L.L.C.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 0**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**1,101,169**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 0**

**10 SHARED DISPOSITIVE POWER**

**1,101,169**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**1,101,169**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1** NAMES OF REPORTING PERSONS**Blackstone Holdings III L.P.****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY**4** SOURCE OF FUNDS**OO****5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**6** CITIZENSHIP OR PLACE OF ORGANIZATION**Quebec, Canada****NUMBER OF** 7 **SOLE VOTING POWER****SHARES****BENEFICIALLY** 1,101,1698 **SHARED VOTING POWER****OWNED BY****EACH**

0

**REPORTING** 9 **SOLE DISPOSITIVE POWER****PERSON****WITH**

1,101,169

10 **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

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**PN**



**1 NAMES OF REPORTING PERSONS**

**Blackstone Holdings III GP L.P.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 1,101,169**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**1,101,169**

**10 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

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

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

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 1,101,169**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**1,101,169**

**10 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

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.9%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

CUSIP No. 16411Q101

13D

Page 11 of 41

**1** NAMES OF REPORTING PERSONS**GSO Coastline Credit Partners LP****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY**4** SOURCE OF FUNDS**OO****5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**6** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware****NUMBER OF** **7** **SOLE VOTING POWER****SHARES****BENEFICIALLY** **53,057****8** **SHARED VOTING POWER****OWNED BY****EACH****REPORTING** **9** **SOLE DISPOSITIVE POWER****0****PERSON****WITH****10** **53,057**  
**SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**53,057**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.1%**

**14** TYPE OF REPORTING PERSON

**PN**

CUSIP No. 16411Q101

13D

Page 12 of 41

**1 NAMES OF REPORTING PERSONS****GSO Credit Alpha Fund AIV-2 LP****2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY****4 SOURCE OF FUNDS****OO****5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "****6 CITIZENSHIP OR PLACE OF ORGANIZATION****Delaware****NUMBER OF 7 SOLE VOTING POWER****SHARES****BENEFICIALLY 383,747 8 SHARED VOTING POWER****OWNED BY****EACH****REPORTING 0 9 SOLE DISPOSITIVE POWER****PERSON****WITH****383,747 10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**383,747**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.7%**

**14** TYPE OF REPORTING PERSON

**PN**



**1 NAMES OF REPORTING PERSONS**

**GSO Credit Alpha Associates LLC**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 963,855**  
**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**  
**9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**963,855**  
**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

963,855

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.7%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1 NAMES OF REPORTING PERSONS**

**GSO Credit-A Partners LP**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 963,855 8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**REPORTING 0 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**963,855 10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**963,855**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.7%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

**GSO Palmetto Opportunistic Investment Partners LP**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 963,855**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**963,855**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**963,855**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.7%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

**GSO Special Situations Fund LP**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 95,696**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**95,696**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**95,696**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.2%**

**14** TYPE OF REPORTING PERSON

**PN**



CUSIP No. 16411Q101

13D

Page 17 of 41

**1** NAMES OF REPORTING PERSONS**GSO Special Situations Master Fund LP****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY**4** SOURCE OF FUNDS**OO****5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**6** CITIZENSHIP OR PLACE OF ORGANIZATION**Cayman Islands, British West Indies****NUMBER OF** 7 **SOLE VOTING POWER****SHARES****BENEFICIALLY** 96,943**8** **SHARED VOTING POWER****OWNED BY****EACH****0****REPORTING** 9 **SOLE DISPOSITIVE POWER****PERSON****WITH** 96,943**10** **SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**96,943**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.2%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

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

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**CO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Cayman Islands, British West Indies**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 99,681**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 99,681**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**99,681**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.2%**

**14** TYPE OF REPORTING PERSON

**CO**

CUSIP No. 16411Q101

13D

Page 19 of 41

**1** NAMES OF REPORTING PERSONS**GSO Capital Partners LP****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY**4** SOURCE OF FUNDS**OO****5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**6** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware****NUMBER OF** **7** **SOLE VOTING POWER****SHARES****BENEFICIALLY** **345,377**  
**8** **SHARED VOTING POWER****OWNED BY****EACH****0**  
**9** **SOLE DISPOSITIVE POWER****PERSON****WITH****345,377**  
**10** **SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**345,377**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.6%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

**GSO Advisor Holdings L.L.C.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 345,377**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**345,377**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**345,377**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.6%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**



**1 NAMES OF REPORTING PERSONS**

**GSO Palmetto Opportunistic Associates LLC**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 963,855**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**963,855**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**963,855**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.7%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1** NAMES OF REPORTING PERSONS

**GSO Credit-A Associates LLC**

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY

**4** SOURCE OF FUNDS

**OO**

**5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "

**6** CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware**

**NUMBER OF 7** SOLE VOTING POWER

**SHARES**

**BENEFICIALLY 963,855**

**8** SHARED VOTING POWER

**OWNED BY**

**EACH**

**0**

**REPORTING 9** SOLE DISPOSITIVE POWER

**PERSON**

**WITH**

**963,855**

**10** SHARED DISPOSITIVE POWER

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**963,855**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**1.7%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

**1 NAMES OF REPORTING PERSONS**

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

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 2,311,457**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**2,311,457**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**2,311,457**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**4.0%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**

CUSIP No. 16411Q101

13D

Page 24 of 41

**1 NAMES OF REPORTING PERSONS****Blackstone Holdings I L.P.****2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY****4 SOURCE OF FUNDS****OO****5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "****6 CITIZENSHIP OR PLACE OF ORGANIZATION****Delaware****NUMBER OF 7 SOLE VOTING POWER****SHARES****BENEFICIALLY 345,377 8 SHARED VOTING POWER****OWNED BY****EACH****REPORTING 0 9 SOLE DISPOSITIVE POWER****PERSON****WITH****345,377 10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**345,377**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.6%**

**14** TYPE OF REPORTING PERSON

**PN**



**1 NAMES OF REPORTING PERSONS**

**Blackstone Holdings II L.P.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 2,311,457**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**2,311,457**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**2,311,457**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**4.0%**

**14** TYPE OF REPORTING PERSON

**PN**

**1 NAMES OF REPORTING PERSONS**

**Blackstone Holdings I/II GP Inc.**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**Delaware**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 2,656,834**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**2,656,834**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**2,656,834**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**4.7%**

**14** TYPE OF REPORTING PERSON

**CO**

**1** NAMES OF REPORTING PERSONS

**The Blackstone Group L.P.**

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY

**4** SOURCE OF FUNDS

**OO**

**5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "

**6** CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware**

**NUMBER OF 7** SOLE VOTING POWER

**SHARES**

**BENEFICIALLY 3,758,003**

**8** SHARED VOTING POWER

**OWNED BY**

**EACH**

**0**

**REPORTING 9** SOLE DISPOSITIVE POWER

**PERSON**

**WITH**

**3,758,003**

**10** SHARED DISPOSITIVE POWER

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**3,758,003**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**6.6%**

**14** TYPE OF REPORTING PERSON

**PN**

**1** NAMES OF REPORTING PERSONS

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

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY

**4** SOURCE OF FUNDS

**OO**

**5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "

**6** CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware**

**NUMBER OF 7** SOLE VOTING POWER

**SHARES**

**BENEFICIALLY 3,758,003**

**8** SHARED VOTING POWER

**OWNED BY**

**EACH**

**0**

**REPORTING 9** SOLE DISPOSITIVE POWER

**PERSON**

**WITH**

**3,758,003**

**10** SHARED DISPOSITIVE POWER

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**3,758,003**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**6.6%**

**14** TYPE OF REPORTING PERSON

**OO (Limited Liability Company)**



**1** NAMES OF REPORTING PERSONS

**Stephen A. Schwarzman**

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

**3** SEC USE ONLY

**4** SOURCE OF FUNDS

**OO**

**5** Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "

**6** CITIZENSHIP OR PLACE OF ORGANIZATION

**United States of America**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 3,758,003**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**0**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH**

**3,758,003**

**10 SHARED DISPOSITIVE POWER**

**0**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**3,758,003**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**6.6%**

**14** TYPE OF REPORTING PERSON

**IN**

**1 NAMES OF REPORTING PERSONS**

**Bennett J. Goodman**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**United States of America**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 0**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**2,656,834**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 0**

**10 SHARED DISPOSITIVE POWER**

**2,656,834**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**2,656,834**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**4.7%**

**14** TYPE OF REPORTING PERSON

**IN**

**1 NAMES OF REPORTING PERSONS**

**J. Albert Smith III**

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) " (b) "

**3 SEC USE ONLY**

**4 SOURCE OF FUNDS**

**OO**

**5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) "**

**6 CITIZENSHIP OR PLACE OF ORGANIZATION**

**United States of America**

**NUMBER OF 7 SOLE VOTING POWER**

**SHARES**

**BENEFICIALLY 0**

**8 SHARED VOTING POWER**

**OWNED BY**

**EACH**

**2,656,834**

**REPORTING 9 SOLE DISPOSITIVE POWER**

**PERSON**

**WITH 0**

**10 SHARED DISPOSITIVE POWER**

**2,656,834**

**11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**2,656,834**

**12** CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

**Not Applicable**

**13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**4.7%**

**14** TYPE OF REPORTING PERSON

**IN**

### Explanatory Note

This Amendment No. 1 to Schedule 13D (this Amendment No. 1) amends and supplements the Schedule 13D originally filed with the United States Securities and Exchange Commission (the SEC) on October 13, 2015 (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 Statement.

#### Item 2. Identity and Background

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

(ix) GSO Credit Alpha Fund AIV-2 LP, which is a Delaware limited partnership ( GSO Alpha AIV-2 )

(x) GSO Credit Alpha Associates LLC, which is a Delaware limited liability company ( GSO Alpha LLC ) and the previously defined terms GSO Entities, Reporting Person and Reporting Persons are hereby amended to include each of GSO Alpha AIV-2 and GSO Alpha LLC in this and all subsequent amendments. The previously defined term GSO Funds is hereby amended to include GSO Alpha AIV-2 in this and all subsequent amendments.

In addition, the first and second 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 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 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 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:

From October 27, 2015 through January 14, 2016, GSO Alpha AIV-2 purchased 383,747 Common Units for an aggregate purchase price of \$9,235,792.78 in a series of open market transactions. GSO Alpha AIV-2's payment of the aggregate purchase price described above was funded by cash on hand.

From December 18, 2015 through December 31, 2015, the Blackstone Fund purchased 231,169 Common Units for an aggregate purchase price of \$5,080,997.11 in a series of open market transactions. The Blackstone Fund's payment of the aggregate purchase price described above was funded by capital contributions by the Blackstone Fund's members

**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 assumes that there are a total of 57,101,348 Common Units outstanding as of October 20, 2015, as reported in the Issuer's Form 10-Q/A filed on November 9, 2015.

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, or shared power to dispose or to direct the disposition 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 Coastline Credit Partners LP, GSO Credit-A Partners LP and GSO Palmetto Opportunistic Investment Partners LP are the record holders of 53,057, 963,855 and 963,855 Common Units, respectively. GSO Alpha AIV-2 is the record holder of 383,747 Common Units. GSO Special Situations Fund LP, GSO Special Situations Master Fund LP and GSO Special Situations Overseas Master Fund Ltd. are the record holders of 95,696, 96,943 and 99,681 Common Units, respectively.

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.

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.



GSO Capital Partners LP is the investment manager of each of GSO Coastline Credit Partners LP, GSO Special Situations Fund LP, GSO Special Situations Master Fund LP and GSO Special Situations Overseas Master Fund Ltd. GSO Advisor Holdings L.L.C. is a special limited partner of GSO Capital Partners LP with investment and voting power over the securities beneficially owned by GSO Capital Partners LP.

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 I L.P. is the sole member of GSO Advisor Holdings L.L.C. 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 each of Blackstone Holdings I L.P. and 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 and may be deemed to beneficially own the Common Units held of record by the Blackstone Fund. 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. 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 Common Units) 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) From November 17, 2015 through January 14, 2016, GSO Alpha AIV-2 purchased 319,043 Common Units in open market transactions on the New York Stock Exchange at prices ranging from \$21.93 to \$26.04 per Common Unit. From December 18, 2015 through December 31, 2015, the Blackstone Fund purchased 231,169 Common Units in open market transaction on the New York Stock Exchange at prices ranging from \$20.57 to \$25.00. Details by date, listing the number of Common Units acquired and the weighted average price per Common Unit are provided below. The Reporting Persons undertake to provide, upon request by the staff of the SEC, the Issuer, or a security holder of the Issuer, full information regarding the number of Common Units sold at each separate price for this transaction.

<b>Date</b>	<b>Common Units Acquired</b>	<b>Weighted Average Price per Common Unit</b>	<b>Purchaser</b>
November 17, 2015	15,000	\$ 26.0418	GSO Alpha AIV-2
December 7, 2015	100,000	\$ 21.9252	GSO Alpha AIV-2
December 10, 2015	41,643	\$ 23.7193	GSO Alpha AIV-2
December 18, 2015	151,741	\$ 21.0740	Blackstone Fund
December 21, 2015	32,607	\$ 22.5747	Blackstone Fund
December 30, 2015	46,411	\$ 24.4956	Blackstone Fund
December 31, 2015	410	\$ 25.0000	Blackstone Fund
January 13, 2016	150,000	\$ 24.1090	GSO Alpha AIV-2
January 14, 2016	12,400	\$ 24.9404	GSO Alpha AIV-2

Except for the transactions disclosed in this Item 5(c), none of the Reporting Persons or Related Persons has effected any transactions in the Common Units of the Issuer during the past sixty days.

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

<b>Exhibit Number</b>	<b>Description</b>
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).

**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:** January 15, 2016

**Blackstone CQP Common Holdco LP**

By: 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 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 Energy Management Associates  
L.L.C.**

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

By: /s/ John G. Finley

Name: John G. Finley

Title: Chief Legal Officer

**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

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

**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

**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

**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

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

**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

**J. Albert Smith III**

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Attorney-in-Fact