

Cheniere Energy Partners, L.P.
Form SC 13D/A
August 11, 2017

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

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)

August 8, 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.

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

1,101,169

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

1,101,169

WITH

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

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

0.3%
14 Type of Reporting Person

PN

CUSIP No. 16411Q101

13D

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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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

1,101,169

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

1,101,169

WITH

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

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

0.3%
14 Type of Reporting Person

OO (Limited Liability Company)

CUSIP No. 16411Q101

13D

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1 Names of Reporting Persons

Blackstone CQP Holdco LP

2 Check the Appropriate Box if a Member of a Group

(a) (b)

3 SEC Use Only

4 Source of Funds (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

198,978,886

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

198,978,886

WITH

10 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

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

57.1%

14 Type of Reporting Person

PN

CUSIP No. 16411Q101

13D

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1 Names of Reporting Persons

Blackstone CQP Holdco II GP LLC

2 Check the Appropriate Box if a Member of a Group

(a) (b)

3 SEC Use Only

4 Source of Funds (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

198,978,886

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

198,978,886

WITH

10 Shared Dispositive Power

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

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

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

14 57.1%
Type of Reporting Person

OO (Limited Liability Company)

1 Names of Reporting Persons

Blackstone CQP FinanceCo LP

2 Check the Appropriate Box if a Member of a Group

(a) (b)

3 SEC Use Only

4 Source of Funds (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

198,978,886

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0
9 Sole Dispositive Power

REPORTING

PERSON

198,978,886

WITH

10 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

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

57.1%

14 Type of Reporting Person

PN

CUSIP No. 16411Q101

13D

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1 Names of Reporting Persons

Blackstone CQP Holdco GP LLC

2 Check the Appropriate Box if a Member of a Group

(a) (b)

3 SEC Use Only

4 Source of Funds (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

198,978,886

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

198,978,886

WITH

10 Shared Dispositive Power

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

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

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

14 57.1%
Type of Reporting Person

OO (Limited Liability Company)

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

0

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

1,101,169

9 Sole Dispositive Power

REPORTING

PERSON

0

WITH

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

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

0.3%
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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

0

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

200,080,055

9 Sole Dispositive Power

REPORTING

PERSON

0

WITH

10 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

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

57.4%

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

0

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

1,101,169

9 Sole Dispositive Power

REPORTING

PERSON

0

WITH

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

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

0.3%
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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

0

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

200,080,055

9 Sole Dispositive Power

REPORTING

PERSON

0

WITH

10 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

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

57.4%

14 Type of Reporting Person

OO (Limited Liability Company)

CUSIP No. 16411Q101

13D

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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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

200,080,055

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

200,080,055

WITH

10 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

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

57.4%

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

200,080,055

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

200,080,055

WITH

10 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

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

57.4%

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

200,080,055

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

200,080,055

WITH

10 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

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

57.4%

14 Type of Reporting Person

OO (Limited Liability Company)

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

462,922

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

462,922

WITH

10 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

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

0.1%
14 Type of Reporting Person

PN

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

953,855

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

953,855

WITH

10 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

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

0.3%

14 Type of Reporting Person

PN

CUSIP No. 16411Q101

13D

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1 Names of Reporting Persons

2 GSO Palmetto Opportunistic Investment Partners LP
Check the Appropriate Box if a Member of a Group

(a) (b)

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

Delaware

7 Sole Voting Power

NUMBER OF

SHARES

953,855

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

953,855

WITH

10 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

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

0.3%

14 Type of Reporting Person

PN

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

953,855

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

953,855

WITH

10 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

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

0.3%
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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

953,855

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

953,855

WITH

10 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

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

0.3%
14 Type of Reporting Person

OO (Limited Liability Company)

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 (See Instructions)

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

7 Sole Voting Power

NUMBER OF

SHARES

462,922

BENEFICIALLY

8 Shared Voting Power

OWNED BY

EACH

0

9 Sole Dispositive Power

REPORTING

PERSON

462,922

WITH

10 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

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

0.1%
14 Type of Reporting Person

OO (Limited Liability Company)

CUSIP No. 16411Q101

13D

Page 21 of 38 Pages

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 (See Instructions)

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 2,370,632

8 Shared Voting Power

OWNED BY

EACH

REPORTING 9 Sole Dispositive Power

PERSON

WITH