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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 13D/A**

**UNDER THE SECURITIES ACT OF 1933  
(Amendment No. 5)**

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**USA Compression Partners, LP**  
(Name of issuer)

**Common Units Representing Limited Partner Interests**  
(Title of class of securities)

**90290N109**  
(CUSIP number)

**Sean Murphy, Chief Compliance Officer  
c/o EIG Veteran Equity Aggregator, L.P.  
600 New Hampshire Ave NW, STE. 1200  
Washington, DC 20037  
(202) 600-3304**

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

**October 27, 2023**  
(Date of Event which Requires Filing of this Statement)

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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 §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

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**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

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\* 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).

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(1)	Names of Reporting Person EIG Veteran Equity Aggregator, L.P.	
(2)	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
(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) <input type="checkbox"/>	
(6)	Citizenship or place of organization Delaware	
Number of shares beneficially owned by each reporting person with:	(7)	Sole voting power 23,456,587 (1)
	(8)	Shared voting power 0
	(9)	Sole dispositive power 23,456,587 (1)
	(10)	Shared dispositive power 0
(11)	Aggregate amount beneficially owned by each reporting person 23,456,587 (1)	
(12)	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
(13)	Percent of class represented by amount in Row (11) 19.3% (2)	
(14)	Type of reporting person (see instructions) PN	

- (1) As of October 27, 2023, EIG Veteran Equity Aggregator, L.P. holds (A) 420,664 Preferred Units (the “Preferred Units”), which are convertible for an aggregate of 21,021,113 Common Units, and (B) 2,435,474 Common Units. Each Preferred Unit may be converted into a number of Common Units equal to \$1,000 (plus accrued and unpaid distributions) divided by \$20.0115.
- (2) Percentage calculation is based on the number of Common Units outstanding as of July 27, 2023, as reported in the Issuer’s Quarterly Report on Form 10-Q filed on August 1, 2023, adjusted to include the Common Units issuable upon conversion of the Preferred Units, as well as the Common Units issued to the Reporting Person upon exercise of the Exercised Warrant (as defined below).

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**Item 1. Security and Issuer.**

This Amendment No. 5 (“Amendment No. 5”) amends and supplements the statement on Schedule 13D filed by the Reporting Person on February 4, 2019, as previously amended by Amendment No. 1 filed by the Reporting Person on February 1, 2021, Amendment No. 2 filed by the Reporting Person on February 1, 2022, Amendment No. 3 filed by the Reporting Person on May 2, 2022 and Amendment No. 4 filed by the Reporting Person on March 3, 2023 (the “Original Statement”), relating to the common units (the “Common Units”) representing limited partnership interests of USA Compression Partners, LP, a Delaware limited partnership (the “Issuer”), with principal executive offices at 111 Congress Avenue, Suite 2400, Austin, Texas 78701.

Except as specifically provided herein, this Amendment No. 5 does not modify any of the information previously reported on the Original Statement. Capitalized terms used but not otherwise defined in this Amendment No. 5 shall have the meanings ascribed to them in the Original Statement.

**Item 2. Identity and Background.**

No change.

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

Item 3 of this Schedule 13D is hereby amended to include the following:

On October 27, 2023, the Reporting Person exercised in full its warrant (the “Exercised Warrant”) to acquire 8,413,281 Common Units at an exercise price of \$19.59 per Common Unit. The Exercised Warrant was settled in accordance with the terms of the Exercised Warrant using the net unit settlement method. The description of the exercise of the Exercised Warrant set forth in Item 4 of this Amendment No. 5 is hereby incorporated by reference into this Item 3.

**Item 4. Purpose of Transaction.**

Item 4 of this Schedule 13D is hereby amended to include the following:

On October 27, 2023, the Reporting Person exercised the Exercised Warrant to acquire an aggregate of 8,413,281 Common Units using the net unit settlement method, pursuant to which the Issuer withheld an aggregate of 6,427,336 Common Units, valued at \$25.64 per Common Unit pursuant to the terms of the Exercised Warrant, in satisfaction of the aggregate exercise price of the Exercised Warrant.

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

Item 5(a) of the Statement is hereby amended and restated with the following:

- (a) As of the date of this Statement, the Reporting Person beneficially owns an aggregate of 23,456,587 Common Units, or 19.3% of the total number of Common Units outstanding (adjusted to include the Common Units issuable upon conversion of the Preferred Units). Each Preferred Unit is convertible into a number of Common Units equal to \$1,000 (plus accrued and unpaid distributions) divided by \$20.0115.

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

No change.

**Item 7. Materials to be Filed as Exhibits.**

None.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Amendment No. 5 is true, complete and correct.

Date: October 31, 2023

**EIG VETERAN EQUITY AGGREGATOR, L.P.**

By: EIG Veteran Equity GP, LLC, its general partner

By: EIG Asset Management, LLC, its managing member

By: /s/ Randall S. Wade  
Name: Randall S. Wade  
Title: President

By: /s/ Sean Murphy  
Name: Sean Murphy  
Title: Chief Compliance Officer