SEC Form 4

FORM 4

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

OMB APPROVAL

Estimated average burden

hours per response:

3235-0287

0.5

OMB Number:

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or Se	ction	30(h) of the	Inves	tment	Con	npany Act	of 19	40							
1. Name and Address of Reporting Person* <u>EIG VETERAN EQUITY AGGREGATOR</u> ,						2. Issuer Name and Ticker or Trading Symbol <u>USA Compression Partners, LP</u> [USAC]										ionship of I all applicat Director		Persor	n(s) to Issue 10% Ov	
<u>L.P.</u>						3. Date of Earliest Transaction (Month/Day/Year) 10/27/2023										Officer (give title below)			Other (s below)	pecify
(Last) (First) (Middle) 600 NEW HAMPSHIRE AVE NW, STE. 1200					4. If Amendment, Date of Original Filed (Month/Day/Year)										 Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(Street) WASHINGTON DC 20037					Rule 10b5-1(c) Transaction Indication															
(City)		(State)	(Zip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											atisfy the				
		٦	ſable I - Non∙	-Deriva	tive S	Secu	irities Ac	quir	ed, D	isp	oosed o	of, oi	r Ben	eficiall	y O	wned				
Date				. Transaction Date Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Co	Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4			(A) or 3, 4 and	5)	5. Amount of Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Co	de V		Amount		(A) or (D)	Price		Transactio (Instr. 3 an	n(s) d 4)			(1150. 4)
Common Units 10/2				10/27/2	7/2023			м		8,413,281 A		A	\$19.	59	8,862,810			D		
Common Units 10/				10/27/2	/27/2023				D		6,427,336		D	\$25.	64	2,435,474		D		
			Table II - D (e				ities Acq warrants								Ow	ned				
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercis Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Yea	Code	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Year		r) De		7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
				Code	v	(A)	(D)	Date Exerc	isable		xpiration ate	Title	r	Amount o Number o Shares			(Instr. 4)	(-)		
Warrant to Purchase	¢10 50	10/27/2022					9 412 291	0.4/05	0/2010		1/02/2029	Com	mon	0 410 0	1	¢0.00	0.0	0	D	

Explanation of Responses:

\$19.59

10/27/2023

Remarks:

Common

Units

Matthew Hartman, Managing Director of EIG Asset Management LLC, the sole member of EIG Veteran Equity GP, LLC, which is the general partner of EIG Veteran Equity Aggregator, L.P. ("EIG Aggregator"), serves on the Issuer's Board of Directors as EIG Aggregator's representative.

8,413,281

04/02/2019

EIG Veteran Equity Aggregator, L.P.; By: EIG Veteran Equity GP, LLC, its general partner; By: EIG Asset Management, <u>10/31/2023</u> LLC, its managing member; By: /s/ Randall S. Wade, President; By: Sean Murphy, Chief Compliance Officer

Units

04/02/2028

8,413,281

\$0.00

0.00

D

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.