

GSO Credit-A Associates LLC

Form 3

December 04, 2017

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*Â GSO Palmetto Opportunistic  
Associates LLC

(Last) (First) (Middle)

C/O GSO CAPITAL  
PARTNERS LP, Â 345 PARK  
AVENUE

(Street)

NEW YORK, Â NY Â 10154

(City) (State) (Zip)

2. Date of Event Requiring  
Statement(Month/Day/Year)  
11/30/20173. Issuer Name **and** Ticker or Trading Symbol  
CVR PARTNERS, LP [UAN]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)Common Units representing Limited Partner  
Interests

616,059

I

See footnotes (1) (10) (11) (12) (13)  
(14) (15)Common Units representing Limited Partner  
Interests

239,333

I

See footnotes (2) (10) (11) (12) (13)  
(14) (15)Common Units representing Limited Partner  
Interests

239,506

I

See footnotes (3) (10) (11) (12) (13)  
(14) (15)Common Units representing Limited Partner  
Interests

2,975,156

I

See footnotes (4) (10) (11) (12) (13)  
(14) (15)Common Units representing Limited Partner  
Interests

1,612,512

I

See footnotes (5) (9) (11) (12) (13) (14)  
(15)

3,629,960

I

# Edgar Filing: GSO Credit-A Associates LLC - Form 3

Common Units representing Limited Partner Interests			See footnotes <u>(6)</u> <u>(9)</u> <u>(11)</u> <u>(12)</u> <u>(13)</u> <u>(14)</u> <u>(15)</u>
Common Units representing Limited Partner Interests	1,791,813	I	See footnotes <u>(7)</u> <u>(10)</u> <u>(11)</u> <u>(12)</u> <u>(13)</u> <u>(14)</u> <u>(15)</u>
Common Units representing Limited Partner Interests	2,007,376	I	See footnotes <u>(8)</u> <u>(10)</u> <u>(11)</u> <u>(12)</u> <u>(13)</u> <u>(14)</u> <u>(15)</u>

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GSO Palmetto Opportunistic Associates LLC C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154	Â	Â X	Â	Â
GSO Cactus Credit Opportunities Fund LP C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154	Â	Â X	Â	Â
Steamboat Nitro Blocker LLC C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154	Â	Â X	Â	Â
GSO Coastline Credit Partners LP C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154	Â	Â X	Â	Â
GSO ADGM II Nitro Blocker LLC C/O GSO CAPITAL PARTNERS LP	Â	Â X	Â	Â

345 PARK AVENUE  
NEW YORK, NY 10154

GSO Palmetto Opportunistic Investment Partners LP  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
NEW YORK, NY 10154

^ ^ X ^ ^

GSO Credit-A Partners LP  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
NEW YORK, NY 10154

^ ^ X ^ ^

GSO Special Situations Fund LP  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
NEW YORK, NY 10154

^ ^ X ^ ^

GSO SSOMF Nitro Blocker LLC  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
NEW YORK, NY 10154

^ ^ X ^ ^

GSO Credit-A Associates LLC  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
NEW YORK, NY 10154

^ ^ X ^ ^

## Signatures

GSO CACTUS CREDIT OPPORTUNITIES FUND LP, By: GSO Capital Partners LP, its investment advisor, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

12/04/2017

\_\_Signature of Reporting Person

Date

STEAMBOAT NITRO BLOCKER LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Manager

12/04/2017

\_\_Signature of Reporting Person

Date

GSO COASTLINE CREDIT PARTNERS LP, By: GSO Capital Partners LP, its investment advisor, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

12/04/2017

\_\_Signature of Reporting Person

Date

GSO ADGM II NITRO BLOCKER LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Manager

12/04/2017

\_\_Signature of Reporting Person

Date

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

12/04/2017

\_\_Signature of Reporting Person

Date

GSO CREDIT A-PARTNERS LP, By: GSO Credit-A Associates LLC, its general partner, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

12/04/2017

\_\_Signature of Reporting Person

Date

12/04/2017

## Edgar Filing: GSO Credit-A Associates LLC - Form 3

GSO SPECIAL SITUATIONS FUND LP, By: GSO Capital Partners LP, its investment manager, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

\_\_Signature of Reporting Person

Date

GSO SSOMF NITRO BLOCKER LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Manager

12/04/2017

\_\_Signature of Reporting Person

Date

GSO PALMETTO OPPORTUNISTIC ASSOCIATES LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

12/04/2017

\_\_Signature of Reporting Person

Date

GSO CREDIT-A ASSOCIATES LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory

12/04/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Reflects securities directly held by GSO Cactus Credit Opportunities Fund LP.
- (2) Reflects securities directly held by Steamboat Nitro Blocker LLC. Steamboat Nitro Blocker LLC is wholly-owned by Steamboat Credit Opportunities Intermediate Fund LP.
- (3) Reflects securities directly held by GSO Coastline Credit Partners LP.
- (4) Reflects securities directly held by GSO ADGM II Nitro Blocker LLC. GSO ADGM II Nitro Blocker LLC is wholly-owned by GSO Aiguille des Grands Montets Fund II LP.
- (5) Reflects securities directly held by GSO Palmetto Opportunistic Investment Partners LP. GSO Palmetto Opportunistic Associates LLC is the general partner of GSO Palmetto Opportunistic Investment Partners LP.
- (6) Reflects securities directly held by GSO Credit-A Partners LP. GSO Credit-A Associates LLC is the general partner of GSO Credit-A Partners LP.
- (7) Reflects securities directly held by GSO Special Situations Fund LP.
- (8) Reflects securities directly held by GSO SSOMF Nitro Blocker LLC. GSO SSOMF Nitro Blocker LLC is wholly-owned by GSO Special Situations Overseas Master Fund Ltd. (GSO SSOMF Nitro Blocker LLC, together with GSO Cactus Credit Opportunities Fund LP, Steamboat Nitro Blocker LLC, GSO Coastline Credit Partners LP, GSO ADGM II Nitro Blocker LLC, GSO Palmetto Opportunistic Investment Partners LP, GSO Credit-A Partners LP and GSO Special Situations Fund LP, the "GSO Funds").
- (9) GSO Holdings I L.L.C. is the managing member of each of GSO Palmetto Opportunistic Associates LLC and GSO Credit-A Associates LLC. Blackstone Holdings II L.P. is a managing member of GSO Holdings I L.L.C. with respect to securities beneficially owned by GSO Palmetto Opportunistic Associates LLC and GSO Credit-A Associates LLC.
- (10) GSO Capital Partners LP serves as the investment manager or advisor of each of GSO Cactus Credit Opportunities Fund LP, Steamboat Credit Opportunities Intermediate Fund LP, GSO Coastline Credit Partners LP, GSO Aiguille des Grands Montets Fund II LP, GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd. GSO Advisor Holdings L.L.C. is the special limited partner of GSO Capital Partners LP with investment and voting power over the securities beneficially owned by GSO Capital Partners LP. Blackstone Holdings I L.P. is the sole member of GSO Advisor Holdings L.L.C.
- (11) 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. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
- (12) In addition, each of Bennett J. Goodman and J. Albert Smith III may be deemed to have shared voting power and/or investment power with respect to the securities held by the GSO Funds.
- (13) Due to the limitations of the electronic filing system, Steamboat Credit Opportunities Intermediate Fund LP, GSO Aiguille des Grands Montets Fund II LP, GSO Special Situations Overseas Master Fund Ltd, GSO Holdings I L.L.C., GSO Capital Partners LP, GSO Advisor Holdings L.L.C., Blackstone Holdings I L.P., Blackstone Holdings II L.P., Blackstone Holdings I/II GP Inc., The

## Edgar Filing: GSO Credit-A Associates LLC - Form 3

Blackstone Group L.P., Blackstone Group Management L.L.C., Bennett J. Goodman, J. Albert Smith III and Stephen A. Schwarzman are filing separate Forms 3.

- (14) Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
- (15) Each of the Reporting Persons (other than each of GSO Funds to the extent they directly hold securities reported herein), disclaims beneficial ownership of the securities held by each of the GSO Funds, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons (other than each of the GSO Funds to the extent they directly hold securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

Â

### Remarks:

TheÂ ReportingÂ PersonsÂ areÂ filingÂ thisÂ FormÂ 3Â inÂ connectionÂ withÂ theÂ receiptÂ ofÂ CommonÂ UnitsÂ fro

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

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