## Edgar Filing: USA Compression Partners, LP - Form 4

USA Compression Partners, LP Form 4 March 14, 2017 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LONG ERIC D Issuer Symbol USA Compression Partners, LP (Check all applicable) [USAC] \_X\_ Director (Last) (First) (Middle) 3. Date of Earliest Transaction 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) C/O USA COMPRESSION 03/10/2017 See Remarks PARTNERS, LP, 100 CONGRESS **AVENUE, SUITE 450** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting **AUSTIN, TX 78701** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial anv (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Price Amount (D) Common (1) (2) 03/10/2017 199,665 (3) D Μ 67,242 Α Units Common 03/10/2017 25.176 (1)(2)Μ A 224.841 (3) D Units Common (1) (2) 03/10/2017 Μ 12,631 237,472 (<u>3</u>) D A Units Common 33,621 D D 03/10/2017 D 203,851 (3) 18.13 Units 03/10/2017 D 12,588 D 191,263 (<u>3</u>) D

Common Units						\$ 18.13							
Common Units	03/10/20	)17	D	6,316	D	\$ 18.13	184,947 <u>(3)</u>	D					
Common Units							2,174 (3)	Ι	By Spouse	e			
Common Units							22,624 <u>(3)</u>	I	By Alex B Long Trust (5)	3			
Common Units							22,624 <u>(3)</u>	Ι	By Adam Ericson Long Trust <u>(5)</u>				
Common Units							7,592 <u>(3)</u>	Ι	By Aladdin Partners, L.P.				
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of information contained in this form are not information contained in this form are not information contained to respond unless the form displays a currently valid OMB control number. (9-02)   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) (9-02)													
				require display numbe uired, Disp	ys a c er. oosed (	currently of, or Bend	valid OMB cor eficially Owned	ntrol					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		outs, calls, warrants	require display numbe uired, Disp	ys a cer. posed of onver 5. N orDeri Secu Acqu or D (D)	of, or Bend tible secur umber of vative urities uired (A) isposed of rr. 3, 4,	valid OMB con eficially Owned rities) 6. Date Exercis Expiration Dat (Month/Day/Y	ntrol sable and e	7. Title and A Underlying S (Instr. 3 and 5	Securities			
Derivative Security	Conversion or Exercise Price of Derivative	( <i>e.g.</i> , p 3. Transaction Date	3A. Deemed Execution Date, if any	require display numbe uired, Disp , options, c 4. Transactic Code	ys a c er. oosed o onver 5. N orDeri Secu Acqu or D (D) (Inst and 3	of, or Bend tible secur umber of vative urities uired (A) isposed of rr. 3, 4,	valid OMB con eficially Owned rities) 6. Date Exercis Expiration Dat (Month/Day/Y	ntrol sable and e	7. Title and A Underlying S	Securities			
Derivative Security	Conversion or Exercise Price of Derivative	( <i>e.g.</i> , p 3. Transaction Date	3A. Deemed Execution Date, if any	require display numbe uired, Disp , options, c 4. Transactic Code (Instr. 8)	ys a c er. oosed o onver 5. N orDeri Secu Acqu or D (D) (Inst and 3	of, or Bend tible secur umber of vative urities uired (A) visposed of r. 3, 4, 5)	valid OMB con eficially Owned rities) 6. Date Exercis Expiration Dat (Month/Day/Y	sable and e ear) Expiration Date	7. Title and A Underlying S (Instr. 3 and 4	Amount or Number			
Derivative Security (Instr. 3) Phantom	Conversion or Exercise Price of Derivative Security	(e.g., p 3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	require display numbe uired, Disp , options, c 4. Transactic Code (Instr. 8)	ys a c er. oosed o onver 5. N orDeri Secu Acqu or D (D) (Inst and 3	currently of, or Benefitible securi umber of vative urities uired (A) isposed of ar. 3, 4, 5) (D) 67,242	valid OMB con eficially Owned rities) 6. Date Exercis Expiration Dat (Month/Day/Y) Date Exercisable	ntrol sable and e ear) Expiration Date 03/10/2017	7. Title and A Underlying S (Instr. 3 and 4) Title Common	Amount or Number of Shares			

## **Reporting Owners**

Reporting Owner	Relationships						
Reporting Owner Mane / Address		Director	10% Owner	Officer	Other		
LONG ERIC D C/O USA COMPRESS 100 CONGRESS AVE AUSTIN, TX 78701	Х		See Remarks				
Signatures							
/s/ Eric D. Long	03/14/2017						
<b>**</b> Signature of Reporting Person	Date						
Explanation of	of Responses	5:					

\* 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).

(1) Each phantom unit was the economic equivalent of one common unit of USA Compression Partners, LP.

(2) The Reporting Person settled approximately 50% of his newly vested phantom units for cash and the rest for common units.

(3) Includes common units acquired under the USA Compression Partners, LP Distribution Reinvestment Plan.

(4) Mr. Long disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.

(5) Common units held by each of the Alex B. Long Trust and the Adam Ericson Long Trust, of which Mr. Long is the trustee under agreements dated April 17, 2007.

## **Remarks:**

The Reporting Person is the Chief Executive Officer, President and Director of USA Compression GP, LLC, the general partn

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.