

Golar LNG Partners LP  
Form SC 13D/A  
January 22, 2014

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 3)\*  
Golar LNG Partners LP  
(Name of Issuer)

Common Units Representing Limited Partner Interests

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(Title of Class of Securities)

Y2745C102

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(CUSIP Number)

Georgina Sousa  
Par-la-Ville Place  
14 Par-la-Ville Road  
Hamilton, HM 08  
Bermuda  
+1 (441) 295-4705

with a copy to:  
Gary J. Wolfe, Esq.  
Seward & Kissel LLP  
One Battery Park Plaza  
New York, New York 10004  
(212) 574-1200

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

December 11, 2013

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(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. "

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.

\* 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 (the "Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	Name of Reporting Person Golar LNG Limited		
2	Check the appropriate box if a member of a group*		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC use only		
4	Source of Funds		WC
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		Bermuda
		7	Sole Voting Power: 0
	Number of Shares Beneficially	8	Shared Voting Power: 8,838,096 common units*
	Owned by Each Reporting	9	Sole Dispositive Power: 0
	Person With	10	Shared Dispositive Power: 8,838,096 common units*
11	Aggregate Amount Beneficially Owned by each Reporting Person:		8,838,096 common units*
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares		<input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)		19.4%**
14	Type of Reporting Person		CO

\* Golar LNG Limited also owns 15,949,831 subordinated units representing limited partner interests in Golar LNG Partners LP, which may be converted into common units on a one-for-one basis (or, in certain circumstances, at a ratio that may be less than one-to-one) at the times set forth in, and subject to the terms and conditions of, the First Amended and Restated Agreement of Limited Partnership of Golar LNG Partners LP, as amended. The Reporting Person also owns a 2.0% general partner interest in Golar LNG Partners LP.

\*\* Calculation of percentage based on a total of 45,663,096 common units outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013.

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1	Name of Reporting Person World Shipholding Ltd.		
2	Check the appropriate box if a member of a group*	(a) <input type="checkbox"/>	(b) <input type="checkbox"/>
3	SEC use only		
4	Source of Funds		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		Liberia
		7	Sole Voting Power: 0
	Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power: 8,838,096 common units*
		9	Sole Dispositive Power: 0
		10	Shared Dispositive Power: 8,838,096 common units*
11	Aggregate Amount Beneficially Owned by each Reporting Person:		8,838,096 common units*
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares		<input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)		19.4%**
14	Type of Reporting Person		HC, CO

\* World Shipholding Limited, the company that is the main shareholder of Golar LNG Limited, is indirectly controlled by trusts established by John Fredriksen, Chairman of the Board of Directors of Golar LNG Limited, for the benefit of his immediate family (the "Trust"), and may also be deemed to beneficially own 15,949,831 subordinated units representing limited partner interests in Golar LNG Partners LP, which may be converted into common units on a one-for-one basis (or, in certain circumstances, at a ratio that may be less than one-to-one) at the times set forth in, and subject to the terms and conditions of, the First Amended and Restated Agreement of Limited Partnership of Golar LNG Partners LP, as amended. The Reporting Person is also the indirect beneficial owner of the 2.0% general partner interest in Golar LNG Partners LP.

\*\* Calculation of percentage based on a total of 45,663,096 common units outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013.

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1	Name of Reporting Person Greenwich Holdings Ltd.	
2	Check the appropriate box if a member of a group*	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC use only	
4	Source of Funds	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	Cyprus
	7	Sole Voting Power: 0
	8	Shared Voting Power: 8,838,096 common units*
	9	Sole Dispositive Power: 0
	10	Shared Dispositive Power: 8,838,096 common units*
11	Aggregate Amount Beneficially Owned by each Reporting Person:	8,838,096 common units*
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares	<input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)	19.4%**
14	Type of Reporting Person	HC, CO

\* Greenwich Holdings Ltd., the company that is the sole shareholder of World Shipholding Limited and is indirectly controlled by the Trust, may also be deemed to beneficially own 15,949,831 subordinated units representing limited partner interests in Golar LNG Partners LP, which may be converted into common units on a one-for-one basis (or, in certain circumstances, at a ratio that may be less than one-to-one) at the times set forth in, and subject to the terms and conditions of, the First Amended and Restated Agreement of Limited Partnership of Golar LNG Partners LP, as amended. The Reporting Person is also the indirect beneficial owner of the 2.0% general partner interest in Golar LNG Partners LP.

\*\* Calculation of percentage based on a total of 45,663,096 common units outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013.

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1	Name of Reporting Person		
	John Fredriksen		
2	Check the appropriate box if a member of a group*		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC use only		
4	Source of Funds		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		Cyprus
		7	Sole Voting Power: 0
	Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power: 8,838,096 common units*
		9	Sole Dispositive Power: 0
		10	Shared Dispositive Power: 8,838,096 common units*
11	Aggregate Amount Beneficially Owned by each Reporting Person:		8,838,096 common units*
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares		<input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)		19.4%**
14	Type of Reporting Person		IN

\* Mr. Fredriksen may also be deemed to beneficially own 15,949,831 subordinated units representing limited partner interests in Golar LNG Partners LP, which may be converted into common units on a one-for-one basis (or, in certain circumstances, at a ratio that may be less than one-to-one) at the times set forth in, and subject to the terms and conditions of, the First Amended and Restated Agreement of Limited Partnership of Golar LNG Partners LP, as amended. The Reporting Person is also the indirect beneficial owner of the 2.0% general partner interest in Golar LNG Partners LP.

\*\* Calculation of percentage based on a total of 45,663,096 common units outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013.

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1	Name of Reporting Person		
	C.K. Limited		
2	Check the appropriate box if a member of a group*		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC use only		
4	Source of Funds		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		Jersey
		7	Sole Voting Power: 0
	Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power: 8,838,096 common units*
		9	Sole Dispositive Power: 0
		10	Shared Dispositive Power: 8,838,096 common units*
11	Aggregate Amount Beneficially Owned by each Reporting Person:		8,838,096 common units*
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares		<input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)		19.4%**
14	Type of Reporting Person		OO

\* C.K. Limited, which is the trustee of the Trust and indirectly controls World Shipholding Limited and Greenwich Holdings Ltd., may also be deemed to beneficially own 15,949,831 subordinated units representing limited partner interests in Golar LNG Partners LP, which may be converted into common units on a one-for-one basis (or, in certain circumstances, at a ratio that may be less than one-to-one) at the times set forth in, and subject to the terms and conditions of, the First Amended and Restated Agreement of Limited Partnership of Golar LNG Partners LP, as amended. The Reporting Person is also the indirect beneficial owner of the 2.0% general partner interest in Golar LNG Partners LP.

\*\* Calculation of percentage based on a total of 45,663,096 common units outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013.

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### SCHEDULE 13D

The Reporting Persons named in Item 2 below are hereby jointly filing this Amendment No. 3 to Schedule 13D (this "Statement") to report that Golar LNG Limited ("Golar LNG Limited"), one of the Reporting Persons, sold 3,400,000 common units representing limited partnership interests (each, a "Common Unit") of Golar LNG Partners LP (the "Partnership") in an underwritten public offering in which the Partnership issued and sold an additional 5,100,000 Common Units.

Due to certain affiliations and relationships among the Reporting Persons, such Reporting Persons may be deemed to beneficially own some or all of the same securities directly or indirectly acquired from the Partnership by one or more of the reporting persons. In accordance with Rule 13d-1(k)(1)(iii) promulgated pursuant to the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the reporting persons named in Item 2 below have executed a written agreement relating to the joint filing of this Schedule 13D (the "Joint Filing Agreement"), a copy of which is annexed hereto as Exhibit A.

#### Item 1. Security and Issuer.

This Statement is being filed with respect to the Common Units. The address of the principal executive offices of the Partnership is:

Par-la-Ville Place  
14 Par-la-Ville Road  
Hamilton, HM 08  
Bermuda

#### Item 2. Identity and Background

(a., b., c. and f.) This Statement is being filed on behalf of: (i) Golar LNG Limited, a Bermuda corporation a limited company organized under the laws of Bermuda, which is the record holder of approximately 19.4% of the Partnership's Common Units and 100.0% of the Partnership's subordinated units representing limited partner interests, based on the number of Common Units and subordinated units (as applicable) outstanding as disclosed in the prospectus supplement filed by Golar LNG Partners LP on December 9, 2013; (ii) World Shipholding Ltd. ("World Shipholding"), a limited company organized under the laws of Liberia; (iii) Greenwich Holdings Ltd., a Cyprus holding company ("Greenwich"); (iv) John Fredriksen, a Cyprus citizen ("Mr. Fredriksen") and (v) C.K. Limited, a Jersey company ("C.K. Limited") (collectively, the "Reporting Persons").

The total Common Units reported as beneficially owned by each of World Shipholding, Greenwich, Mr. Fredriksen and C.K. Limited include the Common Units reported as beneficially owned by Golar LNG Limited. As of December 16, 2013, World Shipholding beneficially owned 36,755,080 common shares of Golar LNG Limited, representing 45.6% of the common shares of Golar LNG Limited then outstanding. As such, World Shipholding may be deemed to share beneficial ownership of the Common Units beneficially owned by Golar LNG Limited, but disclaims such beneficial ownership to the extent such beneficial ownership exceeds its pecuniary interest. Greenwich is the sole shareholder of World Shipholding. Mr. Fredriksen may be deemed to beneficially own the Common Units through his indirect influence over World Shipholding and Greenwich, the shares of which are held in the Trust, the trustee of which is C.K. Limited. The beneficiaries of the Trust are certain members of Mr. Fredriksen's family. Mr. Fredriksen



disclaims beneficial ownership of the Common Units except to the extent of his voting and dispositive interests in such Common Units. Mr. Fredriksen has no pecuniary interest in the Common Units.

(i) The address of Golar LNG Limited's principal place of business is Par-la-Ville Place, 4th Floor, 14 Par-la-Ville Road, Hamilton HM 08, Bermuda. The principal business of Golar LNG Limited is to engage in the acquisition, ownership, operation and chartering of LNG carriers and floating storage and regasification units through its subsidiaries and the development of natural gas liquefaction projects.

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The name, citizenship, residence or business address, present principal occupation and the name, principal business and address of any corporation or other organization in which such employment is conducted of each executive officer and director of Golar LNG Limited is set forth below. Unless otherwise indicated, the present principal occupation of each person is with Golar LNG Limited. If no business address is given, the director's or executive officer's business address is Par-La-Ville Place, 4th Floor, 14 Par-La-Ville Road, Hamilton HM 08, Bermuda.

John Fredriksen	Chairman and President	Mr. Fredriksen's principal business address is c/o Seatankers Co. Ltd., P.O. Box 53562 CY3399, Limassol Cyprus. Mr. Fredriksen is also the Chairman, President and Director of Frontline Ltd. and Seadrill Limited. Mr. Fredriksen also serves as a director of Golden Ocean Group Limited. Mr. Fredriksen is a citizen of Cyprus.
Tor Olav Trøim	Director	Mr. Trøim's principal business address is c/o Seadrill Limited, Par-la-Ville Place, 14 Par-la-Ville Road, Hamilton, HM 08, Bermuda. Mr. Trøim also serves as the Chairman of the board of directors of Golar LNG Partners LP., Independent Tanker Corporation Ltd., and he is a director of Seadrill Limited, Golden Ocean Group Ltd., Golden State Petro (IOM I-A) Plc, Archer Limited and as an alternate director of Frontline. Mr. Trøim is a citizen of Norway.
Kate Blankenship	Director	Ms. Blankenship's principal business address is c/o Frontline Ltd., 4th Floor, Par-la-Ville Place, 14 Par-la-Ville Road, Hamilton HM08, Bermuda. Ms. Blankenship also serves as a Director of Frontline Ltd., Seadrill Limited, Ship Finance International Limited, Knightsbridge Tankers Limited, Golden Ocean Group Limited, Independent Tankers Corporation, North Atlantic Drilling Limited and Seadrill Partners LLC. Ms. Blankenship is a citizen of the United Kingdom.
Georgina Sousa	Director	Ms.Sousa's principal business address is c/o Frontline Ltd., 4th Floor, Par-la-Ville Place, 14 Par-la-Ville Road, Hamilton HM08, Bermuda. Ms. Sousa is a citizen of the United Kingdom.
Hans Petter Aas	Director	Mr. Aas is a director of Ship Finance International Limited and Knutsen Offshore Tanker Co ASA and is a director of the Norwegian Export Credit Guaranty Institute. Mr. Aas is a citizen of Norway.

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Doug Arnell	Chief Executive Officer Mr. Arnell is a citizen of Canada.. of Golar Management Limited.
Brian Tienzo	Chief Financial Officer of Mr. Tienzo is a citizen of the United Kingdom. Golar Management Limited.
Oistein Dahl	Chief Operating Officer Mr, Dahl is a citizen of Norway. and Managing Director of Golar Wilhelmsen
Hugo Skar	Vice President of Project Mr. Skar is a citizen of Norway. Management