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

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**SCHEDULE 13D**  
Under the Securities Exchange Act of 1934  
(Amendment No. 14)\*

**Evolve Transition Infrastructure LP**

(Name of Issuer)

**COMMON UNITS**  
(Title of Class of Securities)

**30053M104**  
(CUSIP Number)

**Adrienne Saunders**  
**General Counsel**  
**c/o Stonepeak Infrastructure Partners**  
**55 Hudson Yards**  
**550 W. 34th St., 48th Floor**  
**New York, NY 10001**  
**212-907-5100**  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**January 31, 2022**  
(Date of Event which Requires Filing of this Statement)

If the filing persons 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 the disclosures provided in a prior cover page.

The information required in 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 PERSONS<br>SP COMMON EQUITY SUBSIDIARY LLC   |                                       |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |                                       |  |
| 3   | SEC USE ONLY  |                                       |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>OO  |                                       |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |                                       |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |                                       |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                |  |
|   | 8   | SHARED VOTING POWER<br>4,509,792      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0           |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>4,509,792 |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>4,509,792   |                                       |  |
| 12  | CHECK BOX 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)<br>3.0%  |                                       |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO   |                                       |  |

|   |   |                                       |  |
|---|---|---------------------------------------|--|
| 1   | NAMES OF REPORTING PERSONS<br>SP PREFERRED EQUITY SUBSIDIARY LLC  |                                       |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |                                       |  |
| 3   | SEC USE ONLY  |                                       |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>OO  |                                       |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |                                       |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |                                       |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                |  |
|   | 8   | SHARED VOTING POWER<br>9,000,000      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0           |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>9,000,000 |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>9,000,000   |                                       |  |
| 12  | CHECK BOX 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)<br>6.0%  |                                       |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO   |                                       |  |

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK CATARINA HOLDINGS LLC   |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>WC  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |
|---|---|---|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK TEXAS MIDSTREAM HOLDCO LLC  |   |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |
| 3   | SEC USE ONLY  |   |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |
| 12  | CHECK BOX 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)<br>68.1%   |   |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK CATARINA UPPER HOLDINGS LLC   |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |
|---|---|---|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK INFRASTRUCTURE FUND (ORION AIV) LP  |   |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |
| 3   | SEC USE ONLY  |   |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |
| 12  | CHECK BOX 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)<br>68.1%   |   |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>PN, HC   |   |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK ASSOCIATES LLC  |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK GP HOLDINGS LP  |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>PN, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |
|---|---|---|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK GP INVESTORS LLC  |   |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |
| 3   | SEC USE ONLY  |   |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>AF  |   |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |
| 12  | CHECK BOX 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)<br>68.1%   |   |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>STONEPEAK GP INVESTORS MANAGER LLC  |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>WC  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Delaware  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>OO, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

|   |   |   |  |
|---|---|---|--|
| 1   | NAMES OF REPORTING PERSONS<br>MICHAEL DORRELL   |   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>     |   |  |
| 3   | SEC USE ONLY  |   |  |
| 4   | SOURCE OF FUNDS (SEE INSTRUCTIONS)<br>WC  |   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>   |   |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>United States of America  |   |  |
| NUMBER OF SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0                      |  |
|   | 8   | SHARED VOTING POWER<br>111,654,790 (1)      |  |
|   | 9   | SOLE DISPOSITIVE POWER<br>0                 |  |
|   | 10  | SHARED DISPOSITIVE POWER<br>111,654,790 (1) |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>111,654,790 (1)                                   |   |  |
| 12  | CHECK BOX 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)<br>68.1%   |   |  |
| 14  | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)<br>IN, HC   |   |  |

1.

This amount includes approximately 14,920,706 Common Units that the Reporting Person currently has the right to acquire upon exercise of the Warrant.

**Item 1. Security and Issuer**

*Item 1 of the Schedule 13D is hereby amended by adding the following:*

This Amendment No. 14 to Schedule 13D (“Amendment No. 14”) is being filed by the undersigned, pursuant to §240.13d-2(a), with respect to the Common Units (the “Common Units”) of Evolve Transition Infrastructure LP (the “Issuer” or the “Partnership”) that the Reporting Persons are deemed to beneficially own. The Issuer’s principal executive offices are located at 1360 Post Oak Blvd, Suite 2400, Houston, TX, 77056. This Amendment No. 13 amends and supplements the statement on the Schedule 13D filed with the Securities and Exchange Commission (the “SEC”) on October 26, 2015, as amended by Amendment No. 1, filed with the SEC on January 27, 2017, Amendment No. 2, filed with the SEC on February 22, 2017, Amendment No. 3, filed with the SEC on May 31, 2017, Amendment No. 4 filed with the SEC on February 4, 2019, Amendment No. 5, filed with the SEC on August 6, 2019, Amendment No. 6, filed with the SEC on September 4, 2020, Amendment No. 7, filed with the SEC on September 9, 2020, Amendment No. 8, filed with the SEC on October 5, 2020, Amendment No. 9, filed with the SEC on November 18, 2020, Amendment No. 10, filed with the SEC on February 1, 2021, Amendment No. 11 filed with the SEC on May 4, 2021, Amendment No. 12 filed with the SEC on August 3, 2021, and Amendment No. 13 filed with the SEC on November 2, 2021 (collectively the “Schedule 13D”). Except as specifically provided herein, this Amendment No. 14 does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used herein and not otherwise defined in this Amendment No. 13 have the meanings set forth in the Schedule 13D.

**Item 2. Identity and Background**

*Item 2 of the Schedule 13D is hereby amended and restated in its entirety as follows:*

(a-c, f) This Schedule 13D is filed on behalf of each of the following persons (collectively, the “Reporting Persons”): (i) SP Common Equity Subsidiary LLC, a Delaware limited liability company (“SPCE Sub”), (ii) SP Preferred Equity Subsidiary LLC, a Delaware limited liability company (“SPPE Sub”); (iii) Stonepeak Catarina Holdings LLC, a Delaware limited liability company (“Stonepeak Catarina”); (iv) Stonepeak Texas Midstream Holdco LLC, a Delaware limited liability company; (v) Stonepeak Catarina Upper Holdings LLC, a Delaware limited liability company; (vi) Stonepeak Infrastructure Fund (Orion AIV) LP, a Delaware limited partnership; (vii) Stonepeak Associates LLC, a Delaware limited liability company; (viii) Stonepeak GP Holdings LP, a Delaware limited partnership; (ix) Stonepeak GP Investors LLC, a Delaware limited liability company; (x) Stonepeak GP Investors Manager LLC, a Delaware limited liability company; and (xi) Michael Dorrell (“Mr. Dorrell”), a citizen of the United States of America (each of (ii) through (x), collectively, the “Catarina Reporting Persons”).

This Schedule 13D relates to Common Units held directly by each of SPCE Sub, SPPE Sub and Stonepeak Catarina, as well as Class C Preferred Units and a Warrant to acquire Common Units held directly by Stonepeak Catarina.

Stonepeak Catarina is the sole member of each of SPCE Sub and SPPE Sub, which are entities formed to hold Common Units. Stonepeak Texas Midstream Holdco LLC is the managing member of Stonepeak Catarina Holdings LLC. Stonepeak Catarina Upper Holdings LLC is the majority owner member of Stonepeak Texas Midstream Holdco LLC. Stonepeak Infrastructure Fund (Orion AIV) LP is the managing member of Stonepeak Catarina Upper Holdings LLC. Stonepeak Associates LLC is the managing member of Stonepeak Texas Midstream Holdco LLC and the general partner of Stonepeak Infrastructure Fund (Orion AIV) LP. Stonepeak GP Holdings LP is the sole member of Stonepeak Associates LLC. Stonepeak GP Investors LLC is the general partner of Stonepeak GP Holdings LP. Stonepeak GP Investors Manager LLC is the managing member of Stonepeak GP Investors LLC. Mr. Vichie no longer has any control as a managing member of Stonepeak GP Investors Manager LLC. Mr. Dorrell serves as the sole controlling managing member of Stonepeak GP Investors Manager LLC.

The address of the principal office for each of the Reporting Persons is 55 Hudson Yards, 550 W. 34th St., 48th Floor, New York, NY 10001.

The agreement among each of the Reporting Persons to file this Schedule 13D jointly in accordance with Rule 13d-1(k) of the Exchange Act is attached as Exhibit A.

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(d) None of the Reporting Persons has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) None of the Reporting Persons has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and, as a result of such proceeding, was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

**Item 4. Purpose of Transaction**

*Item 4 of the Schedule 13D is hereby amended by adding the following:*

Pursuant to Stonepeak Catarina's right under the Letter Agreement described in Amendment No. 9, on January 31, 2022, SP Holdings, a wholly-owned subsidiary of Stonepeak Catarina and the sole member of the General Partner, provided notice to the Board of its election to receive the fourth quarter 2021 quarterly distribution on the Class C Preferred Units in the form of Common Units (in lieu of payment-in-kind Class C Preferred Units), pursuant to which Stonepeak Catarina will acquire 24,502,356 Common Units on February 22, 2022.

In addition, on November 9, 2021, Stonepeak Catarina transferred 9,000,000 Common Units to SPPE Sub at no cost.

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

*Item 5(a) - (c) of the Schedule 13D is hereby amended by adding the following:*

(a) As of the date hereof, each of the Catarina Reporting Persons may be deemed the beneficial owner of 111,654,790 Common Units, which amount represents approximately 68.1% of the outstanding Common Units. This amount includes: (i) 83,224,292 Common Units held directly by Stonepeak Catarina; (ii) approximately 14,920,706 Common Units that the Catarina Reporting Persons currently have the right to acquire upon exercise of the Warrant held directly by Stonepeak Catarina; (iii) 4,509,792 Common Units held directly by SPCE Sub; and (iv) 9,000,000 Common Units held directly by SPPE Sub. As of the date hereof, SPCE Sub may be deemed the beneficial owner of 4,509,792 Common Units, which amount represents approximately 3.0% of the outstanding Common Units, and SPPE Sub may be deemed the beneficial owner of 9,000,000 Common Units, which amount represents approximately 6.0% of the outstanding Common Units.

The foregoing beneficial ownership percentages are based on the sum of (i) 148,951,002 Common Units outstanding as provided by the Issuer, plus, (ii) for purposes of calculating the Catarina Reporting Persons' beneficial ownership pursuant to Rule 13d-3(d)(i) under the Act, the approximately 14,920,706 Common Units currently issuable upon exercise of the Warrant, for approximately 163,871,708 Common Units outstanding.

(b) The Catarina Reporting Persons have shared voting power and shared dispositive power with regard to the 83,224,292 Common Units held directly by Stonepeak Catarina and the approximately 14,920,706 Common Units that the Catarina Reporting Persons currently have the right to acquire upon exercise of the Warrant held directly by Stonepeak Catarina. The Reporting Persons have shared voting power and shared dispositive power with regard to the 4,509,792 Common Units held directly by SPCE Sub and the 9,000,000 Common Units held directly by SPPE Sub.

(c) The response to Item 4 of this Amendment No. 14 is incorporated by reference herein. Except as set forth in the Amendment No. 14, there were no transactions in Common Units by the Reporting Persons effected during the past 60 days.

**Item 7. Material to Be Filed as Exhibits**

*Item 7 of the Schedule 13D is hereby amended by adding the following:*

Exhibit S: Joint Filing Agreement

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SP PREFERRED EQUITY SUBSIDIARY LLC

By: STONEPEAK CATARINA HOLDINGS LLC, its sole member  
By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

SP COMMON EQUITY SUBSIDIARY LLC

By: STONEPEAK CATARINA HOLDINGS LLC, its sole member  
By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

STONEPEAK CATARINA HOLDINGS LLC

By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

STONEPEAK TEXAS MIDSTREAM HOLDCO LLC

By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

STONEPEAK CATARINA UPPER HOLDINGS LLC

By: STONEPEAK INFRASTRUCTURE FUND (ORION AIV) LP, its managing member  
By: STONEPEAK ASSOCIATES LLC, its general partner  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

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**STONEPEAK INFRASTRUCTURE FUND (ORION AIV) LP**

By: STONEPEAK ASSOCIATES LLC, its general partner

By: STONEPEAK GP HOLDINGS LP, its sole member

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK ASSOCIATES LLC**

By: STONEPEAK GP HOLDINGS LP, its sole member

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP HOLDINGS LP**

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP INVESTORS LLC**

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP INVESTORS MANAGER LLC**By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

/s/ Michael Dorrell

Michael Dorrell

February 2, 2022

*Attention: Intentional misstatements or omissions of fact constitute federal violations (see 18 U.S.C. 1001)*

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**EXHIBIT S****JOINT FILING AGREEMENT**

The undersigned hereby agree that the statement on Schedule 13D with respect to the Common Units of Evolve Transition Infrastructure LP, dated as of February 2, 2022, is, and any amendments thereto (including amendments on Schedule 13G) signed by each of the undersigned shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934.

Dated: February 2, 2022

**SP PREFERRED EQUITY SUBSIDIARY LLC**

By: STONEPEAK CATARINA HOLDINGS LLC, its sole member  
By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

**SP COMMON EQUITY SUBSIDIARY LLC**

By: STONEPEAK CATARINA HOLDINGS LLC, its sole member  
By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

**STONEPEAK CATARINA HOLDINGS LLC**

By: STONEPEAK TEXAS MIDSTREAM HOLDCO LLC, its managing member  
By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

**STONEPEAK TEXAS MIDSTREAM HOLDCO LLC**

By: STONEPEAK ASSOCIATES LLC, its managing member  
By: STONEPEAK GP HOLDINGS LP, its sole member  
By: STONEPEAK GP INVESTORS LLC, its general partner  
By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member  
By: /s/ Michael Dorrell  
Name: Michael Dorrell  
Title: Managing Member

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**STONEPEAK CATARINA UPPER HOLDINGS LLC**

By: STONEPEAK INFRASTRUCTURE FUND (ORION AIV) LP, its managing member

By: STONEPEAK ASSOCIATES LLC, its general partner

By: STONEPEAK GP HOLDINGS LP, its sole member

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK INFRASTRUCTURE FUND (ORION AIV) LP**

By: STONEPEAK ASSOCIATES LLC, its general partner

By: STONEPEAK GP HOLDINGS LP, its sole member

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK ASSOCIATES LLC**

By: STONEPEAK GP HOLDINGS LP, its sole member

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP HOLDINGS LP**

By: STONEPEAK GP INVESTORS LLC, its general partner

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP INVESTORS LLC**

By: STONEPEAK GP INVESTORS MANAGER LLC, its managing member

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

**STONEPEAK GP INVESTORS MANAGER LLC**

By: /s/ Michael Dorrell

Name: Michael Dorrell

Title: Managing Member

/s/ Michael Dorrell

Michael Dorrell

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