

Cheniere Energy Partners, L.P.

Form 4

September 12, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RICHARD OLIVER G III

2. Issuer Name **and** Ticker or Trading  
Symbol  
Cheniere Energy Partners, L.P.  
[CQP]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
949 RYAN STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/07/2014

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

LAKE CHARLES, LA 70601

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|----------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Units<br>Representing<br>Limited<br>Partner<br>Interests | 09/07/2014                              |                                                             | M                                       | 3,000 A <u>(1)</u>                                                  | 3,000                                                                                                              | D                                                                          |                                                                   |
| Units<br>Representing<br>Limited<br>Partner<br>Interests | 09/07/2014                              |                                                             | D                                       | 3,000 D \$<br>32.68                                                 | 0                                                                                                                  | D                                                                          |                                                                   |
| Units<br>Representing                                    | 09/07/2014                              |                                                             | M                                       | 750 A <u>(2)</u>                                                    | 750                                                                                                                | D                                                                          |                                                                   |

Limited  
Partner  
Interests

Units  
Representing

Limited Partner Interests 09/07/2014 D 750 D \$ 32.68 0 D

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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount<br>Paid<br>(Instr. 3 and 4) |                 |                                    |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|---------------------------------------|-----------------|------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date                    | Title           | Amount<br>Paid<br>(Instr. 3 and 4) |
| PHANTOM<br>UNITS                                    | (1)                                                                | 09/07/2014                              |                                                             | M                                    |                                                                                                           | 3,000                                                          |     | 09/07/2014                                                     | 09/07/2014                            | COMMON<br>UNITS |                                    |
| PHANTOM<br>UNITS                                    | (2)                                                                | 09/07/2014                              |                                                             | M                                    |                                                                                                           | 750                                                            |     | 09/07/2014                                                     | 09/07/2014                            | COMMON<br>UNITS |                                    |
| PHANTOM<br>UNITS                                    | (3)                                                                | 09/07/2014                              |                                                             | A                                    |                                                                                                           | 3,000                                                          |     | (4)                                                            | (4)                                   | COMMON<br>UNITS |                                    |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |         |       |
|-------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                   | Director      | 10% Owner | Officer | Other |
| RICHARD OLIVER G III<br>949 RYAN STREET<br>LAKE CHARLES, LA 70601 | X             |           |         |       |

## Signatures

/s/ Cara E. Carlson under POA by Oliver G.  
Richard, III

09/12/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

On 09/07/2012, the Reporting Person was granted 12,000 phantom units payable in cash and previously reported on a Form 4.

- (1) Twenty-five percent of this grant vested on 09/07/2014, the second anniversary of the grant date. Each phantom unit was the economic equivalent of one common unit of the Issuer.

On 09/07/2013, the Reporting Person was granted 3,000 phantom units payable in cash and previously reported on a Form 4. Twenty-five

- (2) percent of this grant vested on 09/07/2014, the first anniversary of the grant date. Each phantom unit was the economic equivalent of one common unit of the Issuer.

- (3) On 9/7/2014, the Reporting Person was granted 3,000 phantom units payable in common units. Each phantom unit is the economic equivalent of one common unit of the Issuer.

- (4) The phantom units vest twenty-five percent on each of the first, second, third and fourth anniversaries of the grant date.

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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