

CHENIERE ENERGY INC
Form 4
August 26, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SOUKI CHARIF

(Last) (First) (Middle)
700 MILAM ST, SUITE 1900
(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CHENIERE ENERGY INC [LNG]

3. Date of Earliest Transaction
(Month/Day/Year)
08/24/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO & President

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	08/24/2015		S		290	D	\$ 56.1721 (1)
Common Stock	08/24/2015		S		400	D	\$ 58.3525 (2)
Common Stock	08/24/2015		S		1,500	D	\$ 59.6093 (3)
Common Stock	08/24/2015		S		3,309	D	\$ 294,501 60.6076

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					(4)			
Common Stock	08/24/2015	S	3,101	D	\$ 61.4009	291,400	I	By Trust
					(5)			
Common Stock	08/24/2015	S	1,400	D	\$ 62.1157	290,000	I	By Trust
					(6)			
Common Stock	08/25/2015	S	1,700	D	\$ 57.8426	288,300	I	By Trust
					(7)			
Common Stock	08/25/2015	S	14,885	D	\$ 58.6051	273,415	I	By Trust
					(8)			
Common Stock	08/25/2015	S	21,091	D	\$ 59.3251	252,324	I	By Trust
					(9)			
Common Stock	08/25/2015	S	45,807	D	\$ 60.6392	206,517	I	By Trust
					(10)			
Common Stock	08/25/2015	S	5,517	D	\$ 61.1656	201,000	I	By Trust
					(11)			
Common Stock	08/25/2015	S	1,000	D	\$ 62.226	200,000	I	By Trust
					(12)			
Common Stock						3,800,089	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.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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	Date	Expiration	Title	Amount
	Exercisable	Date		or
				Number
Code	V	(A)	(D)	of
				Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOUKI CHARIF 700 MILAM ST SUITE 1900 HOUSTON, TX 77002	X		Chairman, CEO & President	

Signatures

/s/ Cara E. Carlson under POA by Charif Souki	08/26/2015
<u> </u> 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).
- (1) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$56.09 - \$56.22. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (2) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$58.00 - \$58.61. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (3) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$59.01 - \$59.99. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (4) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$60.00 - \$60.98. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (5) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$61.00 - \$61.97. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (6) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$62.01 - \$62.29. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (7) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$57.76 - \$57.97. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (8) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$58.00 - \$58.98. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (9) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$59.00 - \$59.99. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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(10) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$60.00 - \$60.99. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(11) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$61.00 - \$61.96. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(12) This price represents the weighted average sale price. The sale prices for these transactions ranged from \$62.01 - \$62.25. The Reporting Person undertakes to provide upon the request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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