

Cheniere Energy Partners, L.P.

Form 4

June 13, 2011

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TURKLESON DON A

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)
700 MILAM STREET, SUITE 800
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/10/2011

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

HOUSTON, TX 77002

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 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)
Units Representing Limited Partner Interests	06/10/2011		M	3,000 A <u>(1)</u>	3,000	D	
Units Representing Limited Partner Interests	06/10/2011		D	3,000 D \$ 17.79	0	D	
Units Representing	06/10/2011		M	750 A <u>(2)</u>	750	D	

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Limited
Partner
Interests

Units
Representing

Limited 06/10/2011 D 750 D \$ 17.79 0 D

Partner
Interests

Units
Representing

Limited 25,000 D

Partner
Interests

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Units	<u>(1)</u>	06/10/2011		M		3,000		06/10/2011	06/10/2011	Common Units	3,000
Phantom Units	<u>(2)</u>	06/10/2011		M		750		06/10/2011	06/10/2011	Common Units	750
Phantom Units	<u>(3)</u>	06/10/2011		A		3,000		<u>(4)</u>	<u>(4)</u>	Common Units	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TURKLESON DON A	X			

700 MILAM STREET
SUITE 800
HOUSTON, TX 77002

Signatures

/s/ Anne V. Vaughan under POA by Don A.
Turkleson

06/13/2011

__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 06/10/2009, 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 06/10/2011, the second anniversary of the grant date. Each phantom unit was the economic equivalent of one Common Unit of the Issuer.

On 06/10/2010, 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 06/10/2011, the first anniversary of the grant date. Each phantom unit was the economic equivalent of one Common Unit of the Issuer.

- (3) On 06/10/2011, the Reporting Person was granted 3,000 phantom units. Each phantom unit is the economic equivalent of one Common Unit of the Issuer.

- (4) The phantom units vest, and are payable in cash, 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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