Cheniere Energy Partners, L.P.

Form 4 April 07, 2008

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

SECURITIES

burden hours per response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person **Cheniere Common Units Holding, LLC

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Cheniere Energy Partners, L.P.

(Check all applicable)

(Last)

(First) (Middle)

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

____ Director ___X__ 10% Owner
____ Officer (give title below) Other (specify below)

700 MILAM STREET SUITE 800

(Street)

SUITE 800 04/03/2008

[CQP]

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Person

HOUSTON, TX 77002

(City) (State) (Zip) **Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nat

Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any

(Month/Day/Year)

3. 4. Securities Acquired Transaction Disposed of (D)
Code (Instr. 3, 4 and 5)
(Instr. 8)

5. Amount of 6. Securities Ownership Beneficially Form:
Owned Direct (D) Following or Indirect Reported (I)

7. Nature
whership of Indirect
brm: Beneficial
rect (D) Ownership
Indirect (Instr. 4)

(A) or Code V Amount (D) Price Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common Units

Representing

04/03/2008

 $J_{\underline{(1)}}$ 10,891,357 A \$ 0 0

D

Partnership Interests

Limited

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

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SEC 1474 (9-02)

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

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate Amou		nt of	Derivative	Deriv
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative Securities				Securi	ities	(Instr. 5)	Bene
		Derivative							(Instr. 3 and 4)			Own
		Security				Acquired						Follo
		•				(A) or						Repo
						Disposed						Trans
					of (D) (Instr. 3,							(Instr
						4, and 5)						
										A		
										Amount		
						I (A) (D)	Date Exercisable	Expiration Date	Title	or Namelana		
										Number		
					C 1 W					of		
					Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address 10% Owner Officer Other Director Cheniere Common Units Holding, LLC 700 MILAM STREET SUITE 800 X HOUSTON, TX 77002

Signatures

Reporting Person

/s/ Anne V. 04/07/2008 Vaughan **Signature of 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 April 3, 2008, Cheniere LNG Holdings, LLC contributed 10,891,357 Common Units, representing limited partnership interests of Cheniere Energy Partners, L.P., to their wholly-owned subsidiary Cheniere Common Units Holding, LLC, as a capital contribution.

Cheniere LNG Holdings, LLC. is the wholly-owned subsidiary of Cheniere LNG Terminals, Inc., which is the wholly-owned subsidiary of Cheniere LNG, Inc., which is the wholly-owned subsidiary of Cheniere Energy, Inc. The reported securities are now directly owned by Cheniere Common Units Holding, LLC. Cheniere LNG Holdings, LLC, Cheniere LNG Terminals, Inc., Cheniere LNG, Inc. and Cheniere Energy, Inc. are indirect beneficial owners of the reported securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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