Cheniere Energy Partners, L.P.

Form 4 June 17, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

subject to

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Sin Ong Tiong

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Cheniere Energy Partners, L.P.

[CQP]

06/13/2013

(Check all applicable)

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

Director Officer (give title below)

X__ 10% Owner Other (specify

C/O RRJ MANAGEMENT (HK) LIMITED 802-804, MAN YEE **BUILDING, 68 DES VOEUX ROAD**

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) Form filed by One Reporting Person

Filed(Month/Day/Year)

X Form filed by More than One Reporting

Person

CENTRAL, K3

(City) (State) (Zip)

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

Price

1.Title of Security (Instr. 3)

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

any (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A) or Code V Amount (D) Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: Cheniere Energy Partners, L.P. - Form 4

| 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. Transactic Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Expiration Date (Month/Day/Year) A) | | 7. Title and Amount o Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|---|--------|---|--------------------|--|------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | An or Nu of S |
| American Call Option (obligation to sell) | \$ 31 | 06/13/2013 | | S | | 50,000 | 06/13/2013 | 12/20/2013 | Common Units Representing Limited Partnership Interests | 50 |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | |
|---|----------|---------------|---------|-------|--|--|
| . 0 | Director | 10% Owner | Officer | Other | | |
| Sin Ong Tiong C/O RRJ MANAGEMENT (HK) LIMITED 802-804 MAN YEE BUILDING, 68 DES VOEUX ROAD CENTRAL, K3 | | X | | | | |
| Novolink Investments Ltd C/O CCS TRUSTEES LIMITED, 263 MAIN STREET, P.O.BOX 2196, ROAD TOWN TORTOLA, D8 | | X | | | | |
| RRJ Capital Master Fund I, L.P. FLOOR 4, WILLOW HOUSE, CRICKET SQUARE, PO BOX 268, GRAND CAYMAN, E9 KY1-1104 | | X | | | | |
| RRJ Capital Ltd FLOOR 4, WILLOW HOUSE, CRICKET SQUARE, PO BOX 268, GRAND CAYMAN, E9 KY1-1104 | | X | | | | |

Signatures

| /s/ Ong Tiong Sin Director, for Novolink Investments Limited | 06/17/2013 | |
|---|------------|--|
| **Signature of Reporting Person | Date | |
| /s/ Ong Tiong Sin Director, for RRJ Capital Ltd, general partner of RRJ Master Fund I, L.P. | 06/17/2013 | |
| **Signature of Reporting Person | Date | |
| /s/ Ong Tiong Sin Director, for RRJ Capital Ltd | 06/17/2013 | |

Reporting Owners 2

Edgar Filing: Cheniere Energy Partners, L.P. - Form 4

**Signature of Reporting Person Date 06/17/2013 **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).

RRJ Capital Master Fund I, L.P. ("RRJ Master") is the sole shareholder of Novolink Investments Limited ("Novolink"). RRJ Capital Ltd ("RRJ Capital") is the general partner of RRJ Master and Ong Tiong Sin ("Mr. Ong") is the sole shareholder of RRJ Capital. As a result, RRJ Master, RRJ Capital and Mr. Ong may be deemed to have voting and dispositive power over the common units of the Issuer directly

- held by Novolink and may be deemed to indirectly beneficially own the 9,638,554 common units of the Issuer. Mr. Ong is the sole **(1)** shareholder of Pertin Investment Limited and Bosland Limited and Mr. Ong may be deemed to indirectly beneficially own the 2,409,638 common units of the Issuer directly held by Pertin Investment Limited and Bosland Limited. Each of Mr. Ong, RRJ Master and RRJ Capital disclaim beneficial ownership of the securities reported on this Form 4 except to the extent of their pecuniary interest therein. (Continued in Footnote 2)
- The inclusion of the securities in this report shall not be deemed an admission of beneficial ownership of these securities for purposes of **(2)** Section 13(d) of the Act or for any other purpose including the purposes of Section 16 of the Act.

Remarks:

/s/ Ong Tiong Sin

Each reporting person disclaims the existence of a "group" for purposes of Section 16 of the Securities Exchange Act of 1934 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.

Signatures 3