

Cheniere Energy Partners, L.P.
Form 4
May 27, 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

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(Print or Type Responses)

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

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)

3. Date of Earliest Transaction
(Month/Day/Year)
05/22/2014

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

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

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
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

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)
Common Units Representing Limited Partnership Interests	05/22/2014		S ⁽¹⁾	1,445,783 D	\$ 30.91 9,638,554	I	See Footnote (3)
Common Units Representing Limited	05/22/2014		S ⁽²⁾	963,855 D	\$ 30.91 9,638,554	I	See Footnote (3)

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Partnership 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sin Ong Tiong C/O RRJ MANAGEMENT (HK) LIMITED 802-804 MAN YEE BLDG, 68 DES VOEUX ROAD CENTRAL, K3	X
Novolink Investments Ltd C/O RRJ MANAGEMENT (HK) LIMITED 802-804 MAN YEE BLDG, 68 DES VOEUX ROAD CENTRAL, K3	X
RRJ Capital Master Fund I, L.P. C/O RRJ MANAGEMENT (HK) LIMITED 802-804 MAN YEE BLDG, 68 DES VOEUX ROAD CENTRAL, K3	X
RRJ Capital Ltd C/O RRJ MANAGEMENT (HK) LIMITED 802-804 MAN YEE BLDG, 68 DES VOEUX ROAD CENTRAL, K3	X

Signatures

Novolink Investments Limited, By: /s/ Ong Tiong Sin, Director	05/22/2014
__Signature of Reporting Person	Date
RRJ Capital, general partner of RRJ Master Fund I, L.P., By: /s/ Ong Tiong Sin, Director	05/22/2014
__Signature of Reporting Person	Date
RRJ Capital Ltd, By: /s/ Ong Tiong Sin, Director	05/22/2014
__Signature of Reporting Person	Date
Ong Tiong Sin, /s/ Ong Tiong Sin	05/22/2014
__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).
- (1) Pursuant to a Share Purchase Agreement dated May 22, 2014, Mr. Ong Tion Sin ("Mr. Ong") sold all of his rights, title, interest and property in the sole issued and outstanding share of Bosland Limited ("Bosland"). Bosland is the beneficial owner of 1,445,783 shares of the Issuer.
- (2) Pursuant to a Share Purchase Agreement dated May 22, 2014, Mr. Ong sold all of his rights, title, interest and property in the sole issued and outstanding share of Pertin Investment Limited ("Pertin"). Pertin is the beneficial owner of 963,855 shares of the Issuer.
- (3) 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 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. Each of Mr. Ong and RRJ Capital disclaim beneficial ownership of the securities reported on this Form 4 except to the extent of their pecuniary interest therein. The inclusion of the securities in this report shall not be deemed an admission of beneficial ownership of these securities for purposes of Section 13(d) of the Act or for any other purpose including the purposes of Section 16 of the Act.

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.