

Cheniere Energy Partners, L.P.
 Form 4
 May 27, 2014

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 *
 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)			
			Code	V	Amount	(A) or (D)	Price			
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 Partnership Interests	05/22/2014		S ⁽²⁾		963,855	D	\$ 30.91	9,638,554	I	See Footnote (3)

Partnership
Interests

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

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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 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. 3)
				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.

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