

CHENIERE ENERGY INC  
Form 8-K/A  
November 06, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K/A**

**(Amendment No. 1)**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 3, 2006**

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**CHENIERE ENERGY, INC.**

**(Exact name of registrant as specified in its charter)**

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**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**1-16383**  
**(Commission File Number)**

**95-4352386**  
**(I.R.S. Employer**  
**Identification No.)**

**717 Texas Avenue**

**Suite 3100**

**Houston, Texas**  
**(Address of principal executive offices)**

**77002**  
**(Zip Code)**  
**Registrant's telephone number, including area code: (713) 659-1361**

## Edgar Filing: CHENIERE ENERGY INC - Form 8-K/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
  
  - ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On January 3, 2006, Cheniere Energy, Inc. (the Company ) filed a current report on Form 8-K (the Report ) to disclose, among other matters, that the Section 162(m) Subcommittee of the Compensation Committee authorized the payment of restricted stock bonuses to each of the executive officers of the Company for the Company's 2005 performance period. The sole purpose of this amendment is to file, as Exhibit 10.1, the form of restricted stock grant agreement used in connection with the grants reported in the Report. In addition, attached hereto as Exhibit 10.2 is a form of restricted stock grant agreement with a four-year vesting schedule that may be used periodically by the Company.

**Item 9.01 Financial Statements and Exhibits.**

c) Exhibits

**Exhibit**

<b>Number</b>	<b>Description</b>
10.1	Form of Restricted Stock Grant Agreement under the Cheniere Energy, Inc. 2003 Amended and Restated Stock Incentive Plan (three-year vesting)
10.2	Form of Restricted Stock Grant Agreement under the Cheniere Energy, Inc. 2003 Amended and Restated Stock Incentive Plan (four-year vesting)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHENIERE ENERGY, INC.

Date: November 6, 2006

By: /s/ Don A. Turkleson  
Name: Don A. Turkleson  
Title: Senior Vice President and

Chief Financial Officer

**EXHIBIT INDEX**

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