

Edgar Filing: CHENIERE ENERGY INC - Form 8-K

CHENIERE ENERGY INC  
Form 8-K  
March 14, 2005

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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): March 14, 2005  
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CHENIERE ENERGY, INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	1-16383 (Commission File Number)	95-4352386 (I.R.S. Employer Identification No.)
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717 Texas Avenue Suite 3100 Houston, Texas (Address of principal executive offices)	77002 (Zip Code)
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Registrant's telephone number, including area code: (713) 659-1361

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 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events

On March 14, 2005, Cheniere Energy, Inc. issued a press release announcing that

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its Board of Directors approved a two-for-one stock split of its common stock, \$.003 par value per share (the "Common Stock"). The split is payable on April 22, 2005 to stockholders of record on April 8, 2005. The full text of the press release is set forth on Exhibit 99.1 attached hereto and incorporated herein by reference.

In accordance with Rule 416 promulgated under the Securities Act of 1933, as amended (the "Securities Act"), and Item 512 of Regulation S-K under the Securities Act, the number of shares of Common Stock registered for sale under the Securities Act by the following Registration Statements on Forms S-8 and S-3 will be deemed to be increased by the stock split to cover the additional shares resulting from the application of the stock split to the registered shares of Common Stock remaining unsold as of April 22, 2005 under the Registration Statements, as amended, listed below:

- o Registration Statement on Form S-3 (File No. 333-57533) filed with the Securities and Exchange Commission on June 23, 1998;
- o Registration Statement on Form S-3 (File No. 333-49847) filed with the Securities and Exchange Commission on April 9, 1998;
- o Registration Statement on Form S-8 (File No. 333-52479) filed with the Securities and Exchange Commission on May 12, 1998;
- o Registration Statement on Form S-3 (File No. 333-70195) filed with the Securities and Exchange Commission on January 7, 1999;
- o Registration Statement on Form S-3 (File No. 333-83949) filed with the Securities and Exchange Commission on July 28, 1999;
- o Registration Statement on Form S-3 (File No. 333-94841) filed with the Securities and Exchange Commission on January 18, 2000;
- o Registration Statement on Form S-8 (File No. 333-35868) filed with the Securities and Exchange Commission on April 28, 2000;
- o Registration Statement on Form S-8 (File No. 333-35866) filed with the Securities and Exchange Commission on April 28, 2000;
- o Registration Statement on Form S-3 (File No. 333-61238) filed with the Securities and Exchange Commission on May 18, 2001;
- o Registration Statement on Form S-3 (File No. 333-71496) filed with the Securities and Exchange Commission on October 12, 2001;
- o Registration Statement on Form S-3 (File No. 333-105295) filed with the Securities and Exchange Commission on May 15, 2003;

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- o Registration Statement on Form S-8 (File No. 333-111457) filed with the Securities and Exchange Commission on December 22, 2003;
- o Registration Statement on Form S-8 (File No. 333-112379) filed with the Securities and Exchange Commission on January 30, 2004;
- o Registration Statement on Form S-3 (File No. 333-114006) filed with the Securities and Exchange Commission on March 29, 2004; and
- o Registration Statement on Form S-3 (File No. 333-111454) filed with the Securities and Exchange Commission on December 22, 2003.

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The foregoing Registration Statements, each of which incorporates this Current Report on Form 8-K, are hereby amended pursuant to Rule 416 promulgated under the Securities Act and Item 512 of Regulation S-K under the Securities Act to increase the number of shares of Common Stock registered thereunder to reflect the effects of the stock split.

Item 9.01 Financial Statements and Exhibits

c) Exhibits

Exhibit Number -----	Description -----
99.1	Press Release, dated March 14, 2005 (filed herewith)

### 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: March 14, 2005

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

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### EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release, dated March 14, 2005 (filed herewith)