

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): November 20, 2009



**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.)

**700 Milam Street  
Suite 800  
Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

Registrant's telephone number, including area code: **(713) 375-5000**

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 14d-2(b) 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))
-

**Item 7.01. Regulation FD Disclosure.**

On November 20, 2009, Cheniere Energy, Inc. (the "Company") revised its corporate presentation. The revised presentation is attached as Exhibit 99.1 to this report and is incorporated by reference into this Item 7.01.

The information included in this Item 7.01 of Current Report on Form 8-K, including the attached Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Corporate presentation, dated November 20, 2009.

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**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

/s/ Meg A. Gentle

Meg A. Gentle

Senior Vice President and

Chief Financial Officer

Date: November 20, 2009

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**EXHIBIT INDEX**

**Exhibit Number**

**Description**

99.1

Corporate presentation, dated November 20, 2009.\*

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\*Filed herewith

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**Cheniere Energy  
Corporate Presentation  
November 2009**

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# Safe Harbor Act

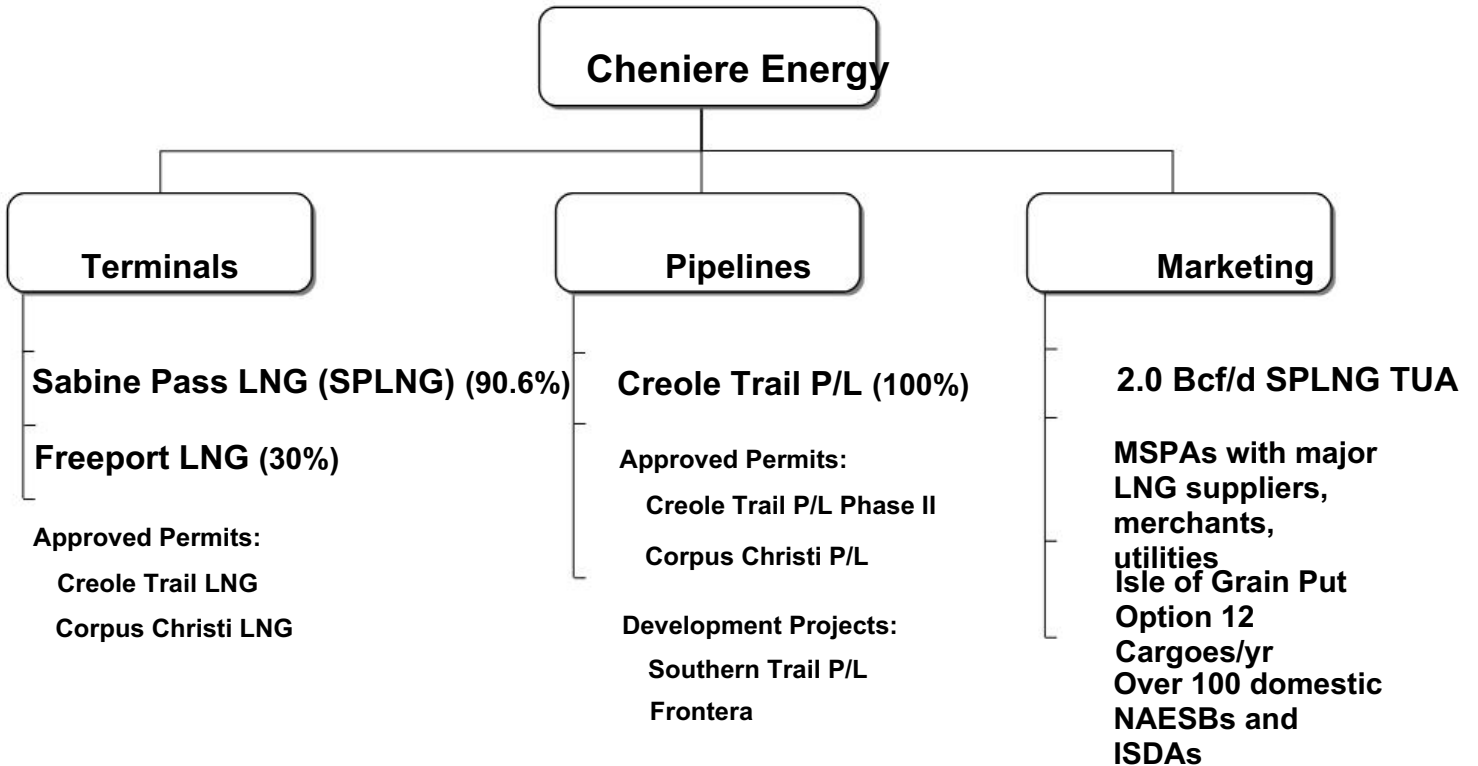
This presentation contains certain statements that are, or may be deemed to be, "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act. All statements, other than statements of historical facts, included herein are "forward-looking statements."

- Included among "forward-looking statements" are, among other things:
- statements that we expect to commence or complete construction of each or any of our proposed liquefied natural gas, or LNG, receiving terminals by certain dates, or at all;
  - statements that we expect to receive authorization from the Federal Energy Regulatory Commission, or FERC, to construct and operate proposed LNG receiving terminals by a certain date, or at all;
  - statements regarding future levels of domestic natural gas production and consumption, or the future level of LNG imports into North America, or regarding projected future capacity of liquefaction or regasification facilities worldwide regardless of the source of such information;
  - statements regarding any financing transactions or arrangements, whether on the part of Cheniere or at the project level;
  - statements relating to the construction of our proposed LNG receiving terminals, including statements concerning estimated costs, and the engagement of any EPC contractor;
  - statements regarding any Terminal Use Agreement, or TUA, or other commercial arrangements presently contracted, optioned, marketed or potential arrangements to be performed substantially in the future, including any cash distributions and revenues anticipated to be received; statements regarding the commercial terms and potential revenues from activities
  - statements regarding the commercial terms or potential revenue from any arrangements which may arise from the marketing of uncommitted capacity from any of the terminals, including the Creole Trail and Corpus Christi terminals which do not currently have contractual commitments;
  - statements regarding the commercial terms or potential revenue from any arrangement relating to the proposed contracting for excess or expansion capacity for the Sabine Pass LNG Terminal described in this presentation;
  - statements that our proposed LNG receiving terminals, when completed, will have certain characteristics, including amounts of regasification and storage capacities, a number of storage tanks and docks and pipeline interconnections;
  - statements regarding Cheniere, Cheniere Energy Partners and Cheniere Marketing forecasts, and any potential revenues, cash flows and capital expenditures which may be derived from any of Cheniere business groups;
  - statements regarding Cheniere Pipeline Company, and the capital expenditures and potential revenues related to this business group; statements regarding our proposed LNG receiving terminals' access to existing pipelines, and their ability to obtain transportation capacity on existing pipelines;
  - statements regarding possible expansions of the currently projected size of any of our proposed LNG receiving terminals;
  - statements regarding the payment by Cheniere Energy Partners, L.P. of cash distributions;
  - statements regarding our business strategy, our business plan or any other plans, forecasts, examples, models, forecasts or objectives; any or all of which are subject to change;
  - statements regarding estimated corporate overhead expenses; and
  - any other statements that relate to non-historical information.

These forward-looking statements are often identified by the use of terms and phrases such as "achieve," "anticipate," "believe," "estimate," "example," "expect," "forecast," "opportunities," "plan," "potential," "project," "propose," "subject to," and similar terms and phrases. Although we believe that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in "Risk Factors" in the Cheniere Energy, Inc. Annual Report on Form 10-K for the year ended December 31, 2008, which are incorporated by reference into this presentation. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these "Risk Factors." These forward-looking statements are made as of the date of this presentation, and we undertake no obligation to publicly update or revise any forward-looking statements.



# Cheniere Business Segments





# Freeport LNG Development, L.P.

## Cheniere Energy, Inc. 30%

April 2009



Sold - Terminal Use Agreement (TUA)	Capacity (Bcf/d)	Estimated Annual Distribution to Cheniere*
Conoco	0.90	~ \$15MM
Dow	0.50	
Mitsubishi	0.15	



\*Quarterly cash distributions commenced in 1Q09 and are subject to Freeport board approval.

# Sabine Pass LNG

## Cheniere Energy, Inc. 90.6%

- **Vaporization**
  - ~4.3 Bcf/d peak send-out
- **Storage**
  - 5 tanks x 160,000 cm (16.9 Bcfe)
- **Berthing / Unloading**
  - Two docks
  - LNG carriers up to 266,000 cm
  - Four dedicated tugs
- **Land**
  - 853 acres in Cameron Parish, LA
- **Accessibility - - Deep Water Ship Channel**
  - Sabine River Channel dredged to 40 feet
- **Proximity**
  - 3.7 nautical miles from coast
  - 22.8 nautical miles from outer buoy
- **LNG Export Licenses Approved**

Aerial view of Sabine Pass LNG August 2009



TUA	Capacity	2010 Full-Year Payments (\$ in MM)
Total LNG USA	1.0 Bcf/d	\$123
Chevron USA	1.0 Bcf/d	\$128
Cheniere Marketing	2.0 Bcf/d	\$252



# Creole Trail Pipeline

Cheniere Energy, Inc. 100%

- Provides optimal market access for LNG from the Sabine Pass terminal
- First 94 miles complete and in-service, additional 58 miles permitted



- **Size:**
  - 2.0 Bcf/d
- **Diameter:**
  - 42-inch diameter
- **Cost:**
  - ~\$560 million first 94 miles
- **Initial interconnects:**
  - 4.1 Bcf/d of interconnect capacity



# Strategic Focus

- Commercial - monetize 2 Bcf/d regas capacity at Sabine Pass receiving terminal held by Cheniere Marketing
  - International LNG marketing efforts
  - Seek long-term TUAs, LNG purchase/sale agreements
  - Purchase spot cargoes available in the Gulf of Mexico
- Financial - manage liquidity



# Estimated Future Cash Flows

Cheniere Energy, Inc.

(\$ in MM)	Annualized*
Receipts	
▪ Freeport investment	\$10-20
▪ Distributions from CQP	254
▪ Management fees from CQP	19
Disbursements	
▪ Cheniere Marketing TUA @ Sabine Pass	\$252
▪ G&A	30-40
▪ Pipeline & tug services	10
▪ Other, incl adv tax payments	3-5
▪ Debt service	44
Net cash outflow	\$50 - 65

\*Estimates represent a summary of internal forecasts, are based on current assumptions and are subject to change. Actual performance may differ materially from, and there is no plan to update the forecast. See "Safe Harbor" cautions. Estimates exclude earnings forecasts from operating activities.



# Estimated Future Cash Flows

## Cheniere Energy Partners

(\$ in MM)	<b>Annualized*</b>
Receipts	
▪ TUA Customers	\$503
Disbursements	
▪ Operating Expenses	\$34
▪ Management Fees	19
▪ Debt Service	165
Available	\$285
Cash	
Distributions to	\$281
Unitholders	

\*Estimates represent a summary of internal forecasts, are based on current assumptions and are subject to change. Actual performance may differ materially from, and there is no plan to update the forecast. See "Safe Harbor" cautions.



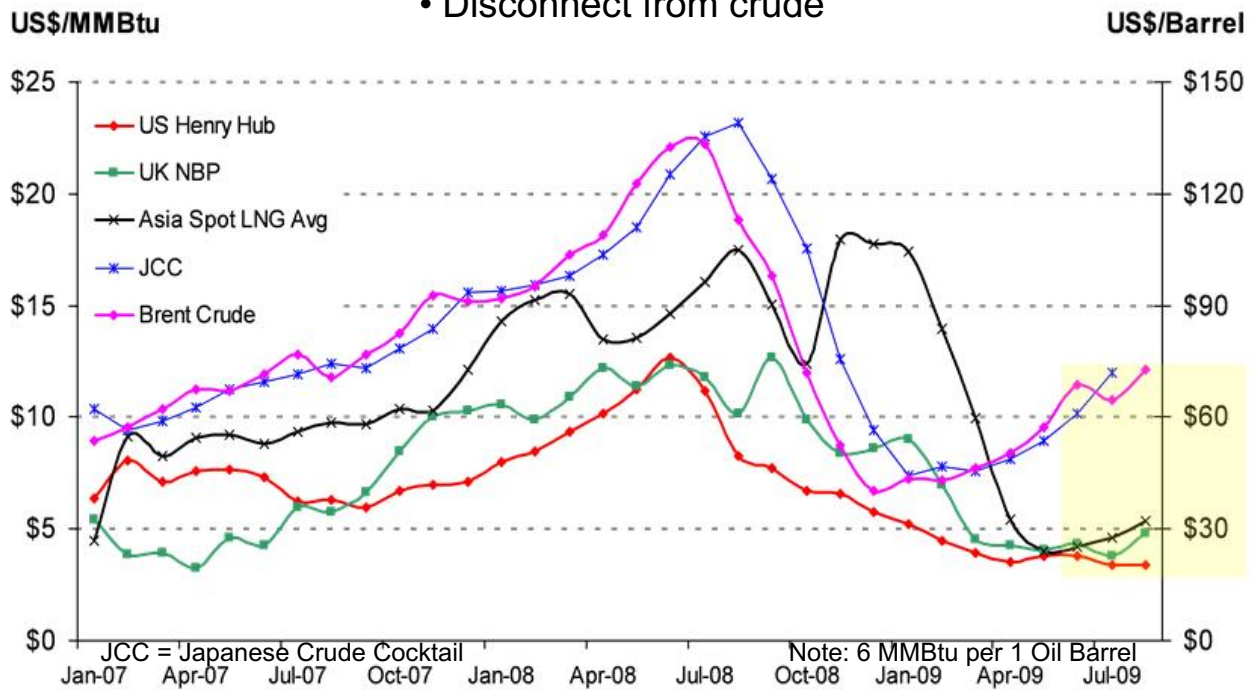
# Current Global Issues for LNG and Natural Gas

- The world has abundant reserves of natural gas, but will they be produced?
- The current global gas oversupply is expected to last at least 2 to 4 years
- The growth of LNG production capacity will provide a bridge between the continents
  - Flexible LNG of 10 to 12 Bcf/d means the world can send a price signal to 3 or 4 LNG vessels every day
- The substantial disconnect between oil-indexed prices for gas and spot prices is straining traditional business models
- Russia, the U.S. and Canada provide the lion share of world gas supply - everything else is several orders of magnitude smaller
- New supply is being secured under two very different business models
  - Underpinned by crude based contracts such as in the recent Gorgon deals and most of Gazprom's production
  - Market based contracting as is the case in the U.S., Canada and the UK model
- Incremental volumes from unconventional reserves abundant in U.S. at \$6 to \$8/MMBtu



# Global Prices & Linkage Implications

- Convergence of spot prices
- Disconnect from crude

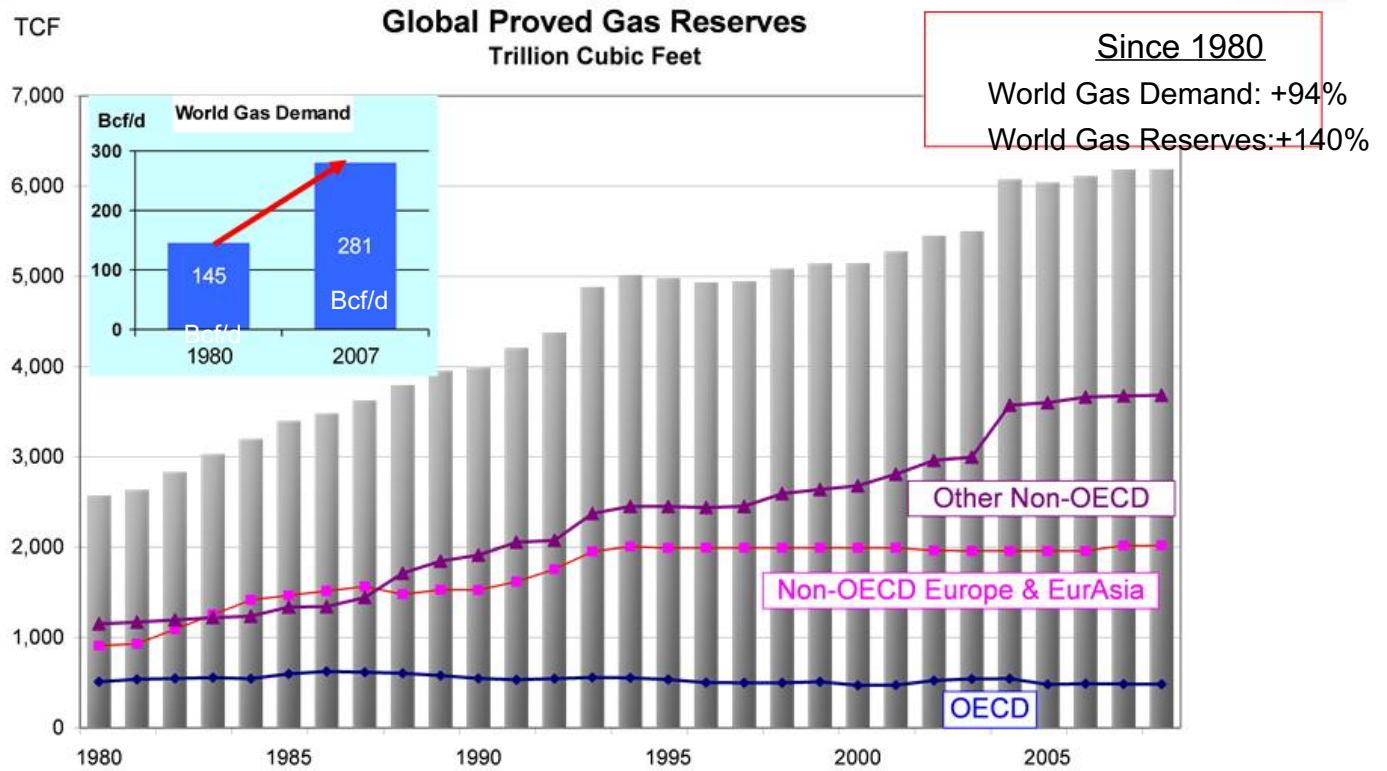


Source: PIRA Energy Group, Petroleum Association of Japan (JCC)



# Global Natural Gas Supply & Demand

## Rapid reserve and demand growth

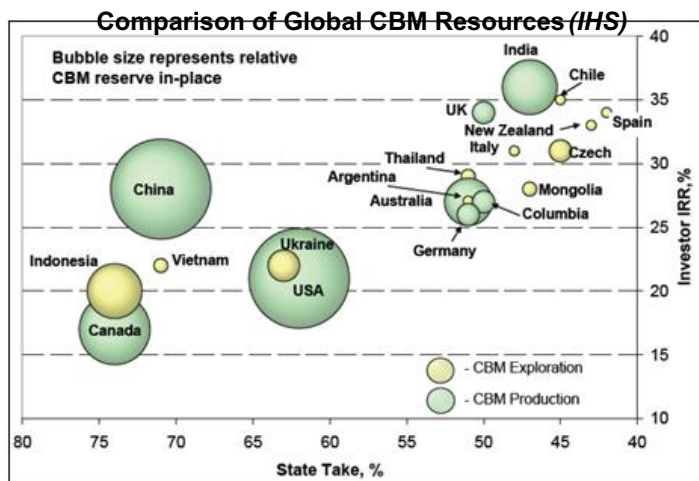
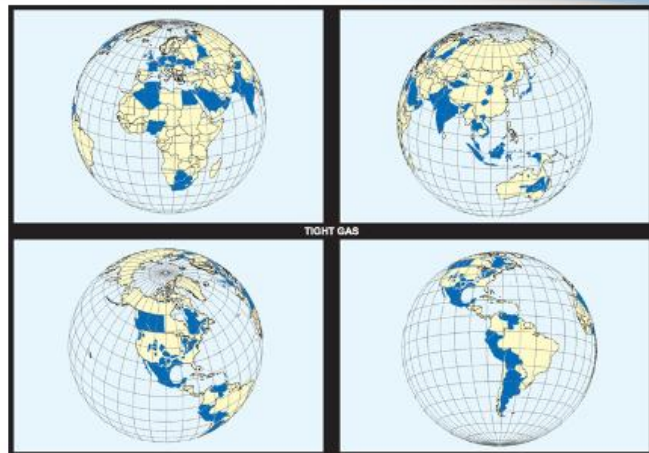


Source: EIA 2009 (Historical World Reserves & Demand)



# Global Potential for Unconventional Gas Production is Huge

“[Ultimately recoverable remaining resources of] Non-conventional gas resources - including coalbed methane, tight gas sands and gas shales - are much larger, amounting perhaps to over 900 tcm (31,000 Tcf), with 25% in the US and Canada combined.”  
*IEA World Energy Outlook 2008*



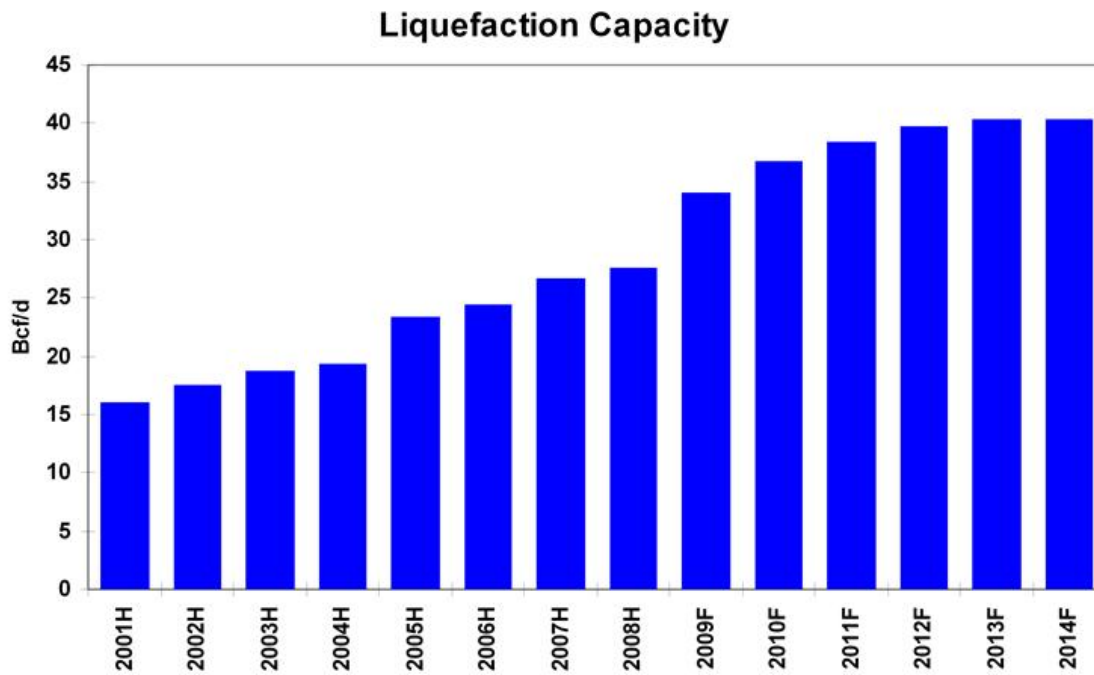
## Global Distribution of Tight Gas Resources (Wood McKenzie)

Outside the US, more than 40 countries have investigated the potential of coalbed gas, resulting in commercial projects in Australia, Canada, China, and India. No commercial shale-gas projects currently exist outside of the US, but work continues to identify both new shale-gas reservoirs and to add incremental shale-gas production in existing reservoirs. Given that worldwide coalbed-gas resources are estimated to exceed 9,000 Tscf and shale-gas resources are estimated to exceed 16,000 Tscf, it is clear that tremendous potential exists for future growth (Kawata and Fujita 2001).

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*Coalbed and Shale-Gas Reservoirs, Jenkins et al. Society of Petroleum Engineers paper 103514*

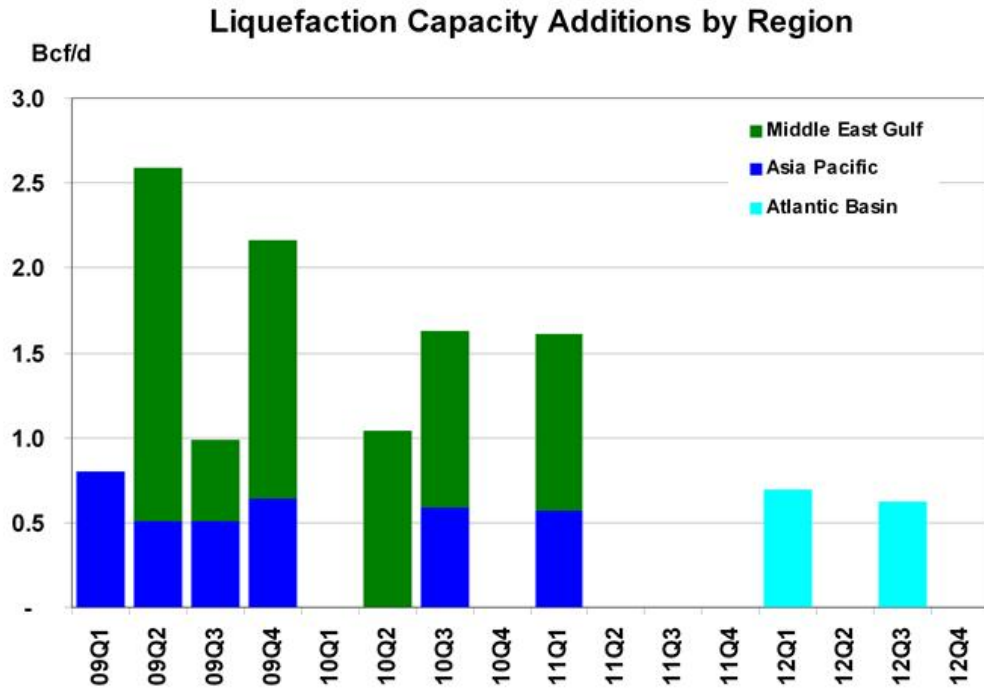
# Liquefaction Capacity Growing Sharply



Source: Cheniere Research



# Expected Incremental Capacity



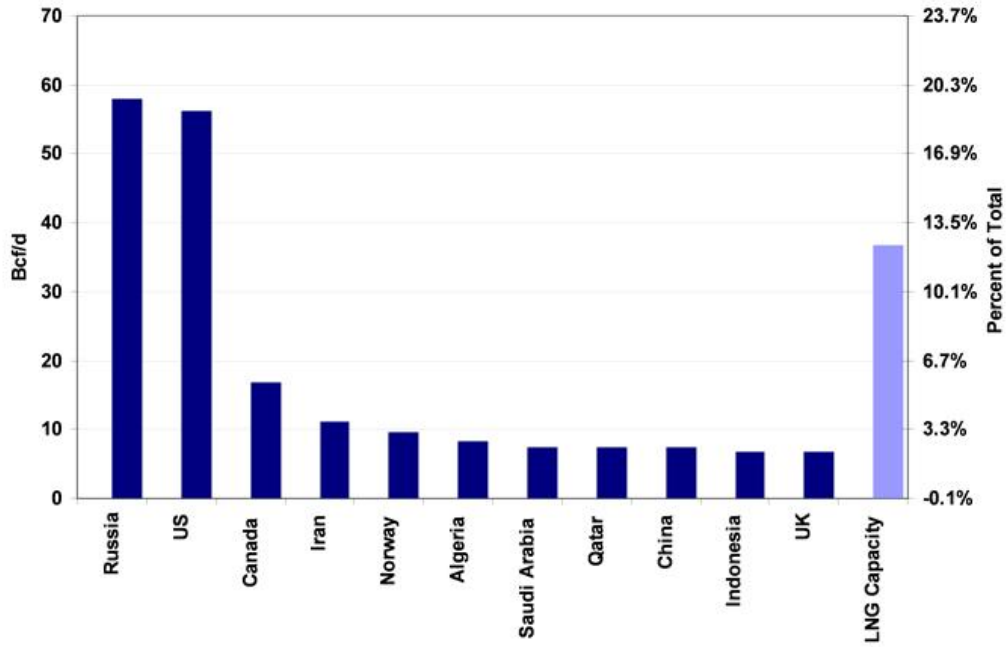
- Slippage in startup of commercial deliveries: QG II T4, Tangguh, Yemen



Source: Cheniere Research

# Russia and U.S. Account for Nearly 40% of Natural Gas Production

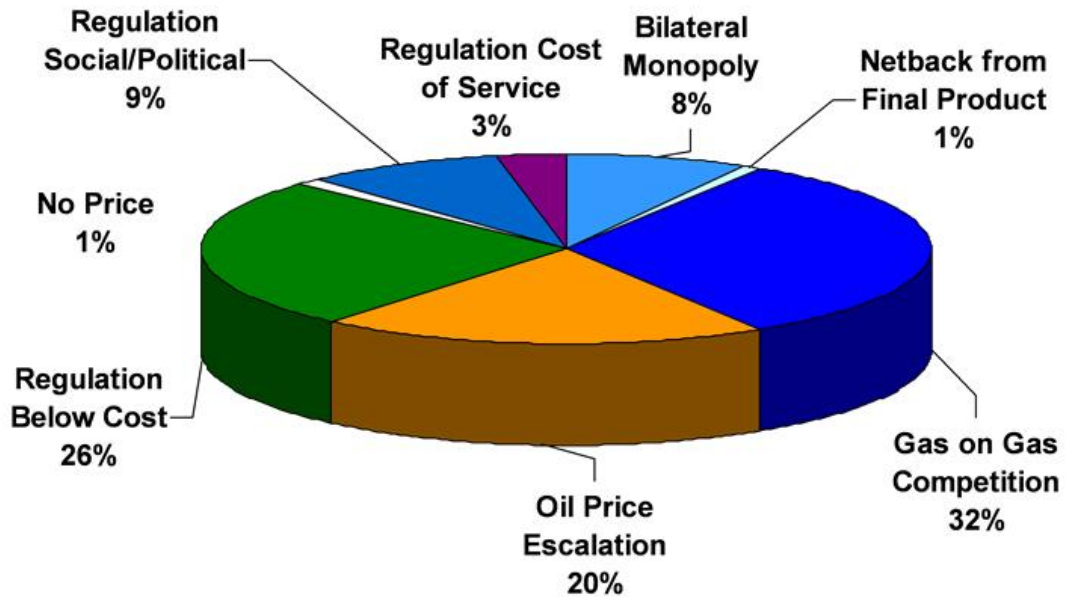
Natural Gas Producers by Country



Source: BP Statistical Review 2009



# How Will Current Market Conjuncture Affect the Evolution of these Pricing Mechanisms?

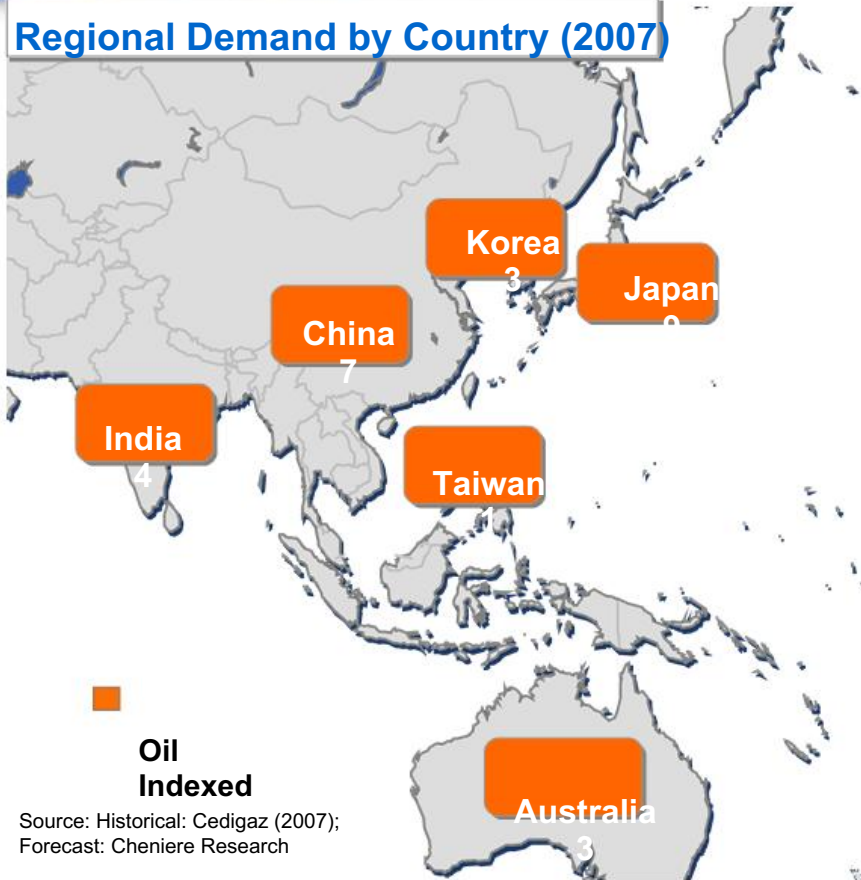


Source: IGU- Natural Gas Industry Study to 2030



# Asia Pacific\* Natural Gas Demand Projection

## Regional Demand by Country (2007)



Source: Historical: Cedigaz (2007);  
Forecast: Cheniere Research

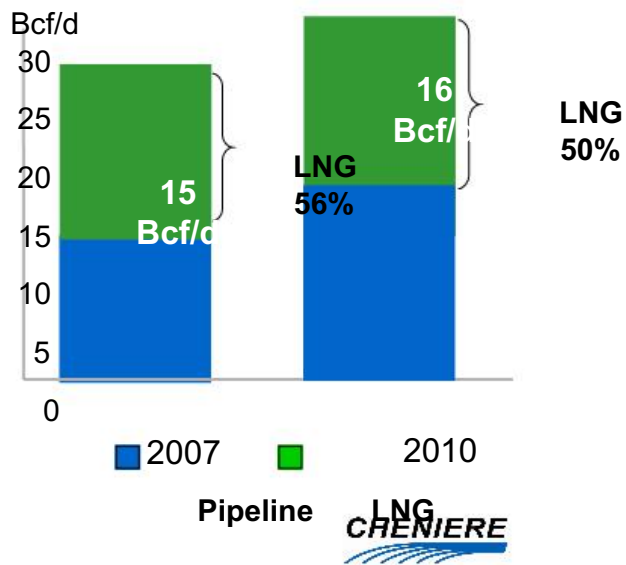
18

**Consumption**  
2007 = 27 Bcf/d  
2010 = 32 Bcf/d

**Pipeline Import Capacity**  
Eventually Large

**LNG Import Capacity**  
2007 = 34 Bcf/d  
2010 = 37 Bcf/d

**Incremental LNG Need**  
2010 = ~1 Bcf/d

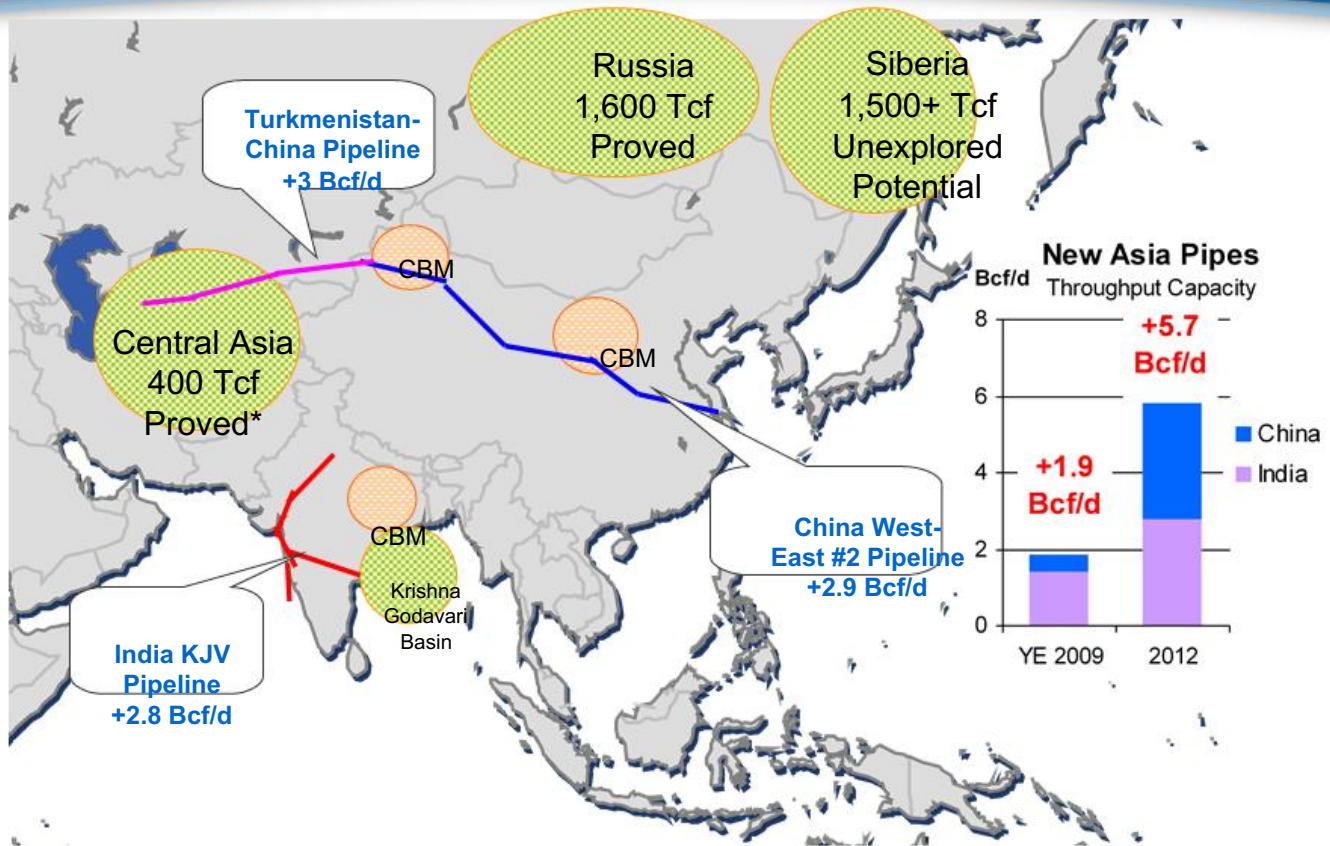


\* OECD Asia plus India & China



# New Asia Pipelines

## Major projects boost access to indigenous reserves



Source: Cheniere Research, BP Statistical Review 2008 (Reserve data)

19 \*Based on updated Turkmenistan reserves from Oct. 2008 Gaffney, Cline & Associates survey of South Yolotan-Osman field





# European Suppliers are Undertaking a Significant Expansion of Pipeline Capacity

## Large and Growing Piped Gas Supply

- Existing Pipeline
- New Pipeline
- Expansion

- Consumption: 50 Bcf/d in 2008
- Pipeline import capacity: 40 Bcf/d
- Indigenous production: 27 Bcf/d<sup>(1)</sup>
- LNG regas capacity: 15 Bcf/d<sup>(2)</sup>

Unconventional Gas Potential

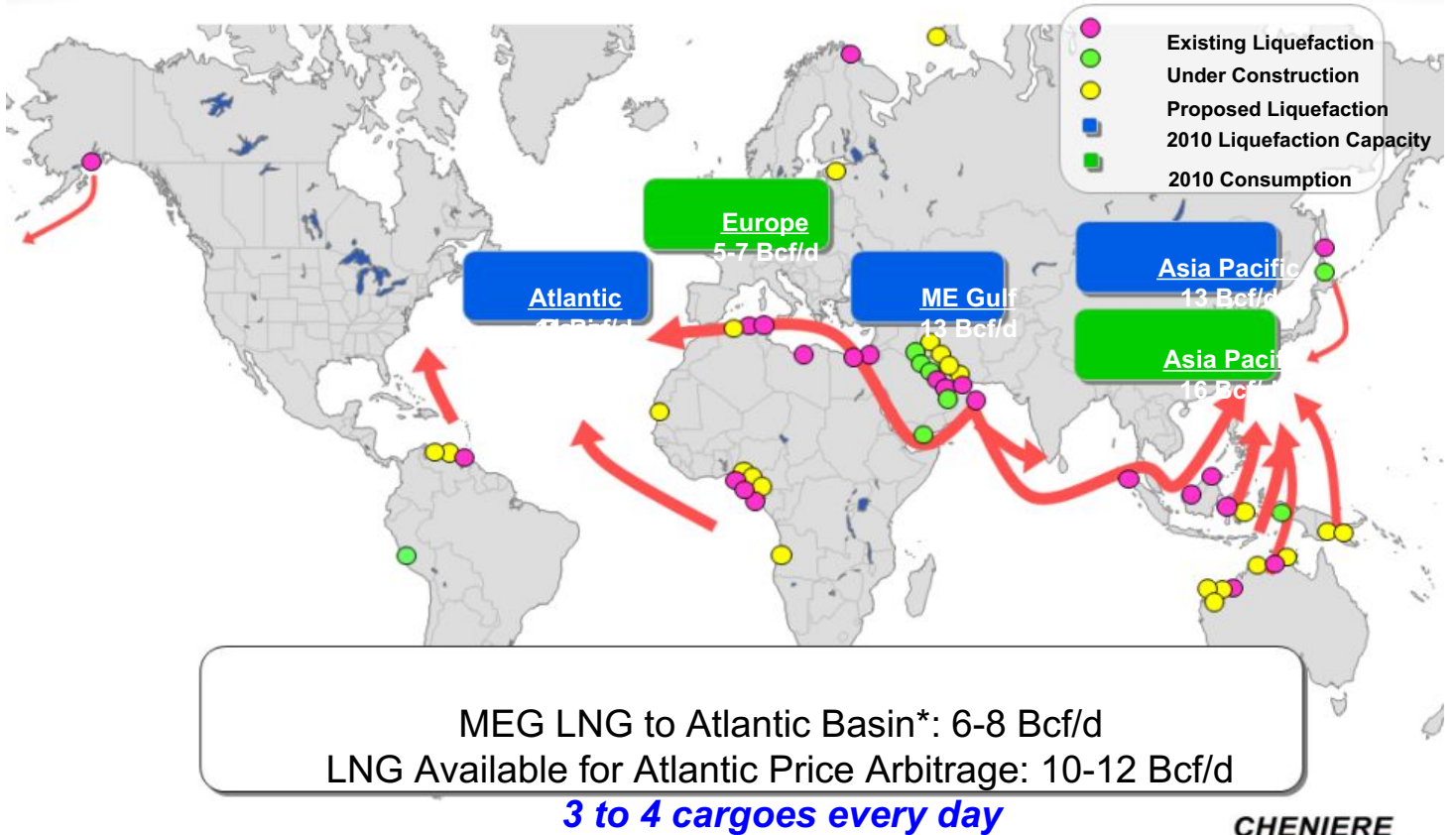
Europe = EU 27, plus Switzerland and Turkey  
<sup>(1)</sup> Production figure includes Norway  
<sup>(2)</sup> Regas capacity estimate as of end 2009

Source: BP Statistical Review; GIIGNL; Cheniere Research

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# Projected LNG Flows in 2010

## Global LNG Supply of ~30 Bcf/d



# North America

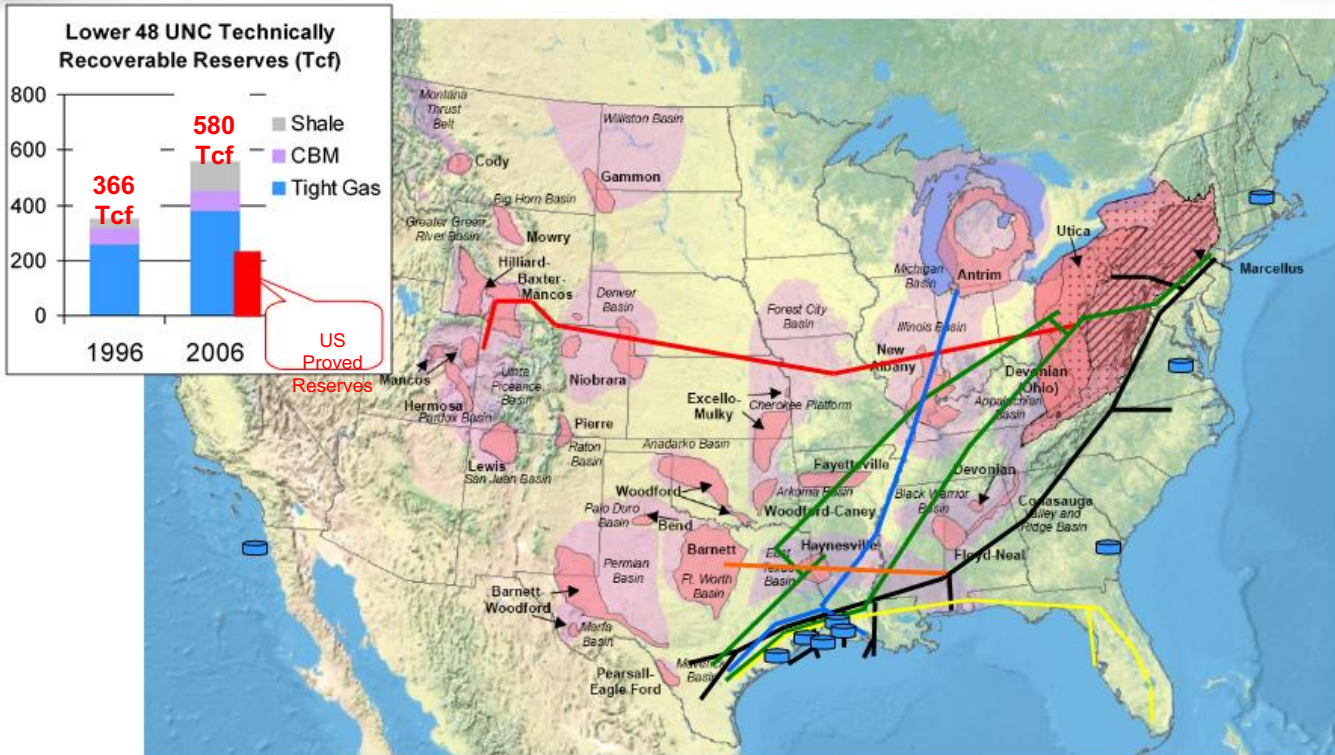
- Critical role of US in global gas market

## Questions:

- Can the US absorb the LNG?
- Will LNG become a part of the US energy mix?
- What are the implications for oil & gas linkage in the US & globally?



# US Unconventional Production Basins Proximate to Premium Markets and Major Pipelines



Sources: EIA (US map graphic, pipelines and LNG terminals placed by Cheniere).

Advanced Resources Intl (Lower 48 Unconventional Recoverable Reserves)

Depicted Pipelines: Rockies Express, Texas Eastern, Trunkline, Transco, FGT, C/P/SESH/Gulf Crossing (as a single

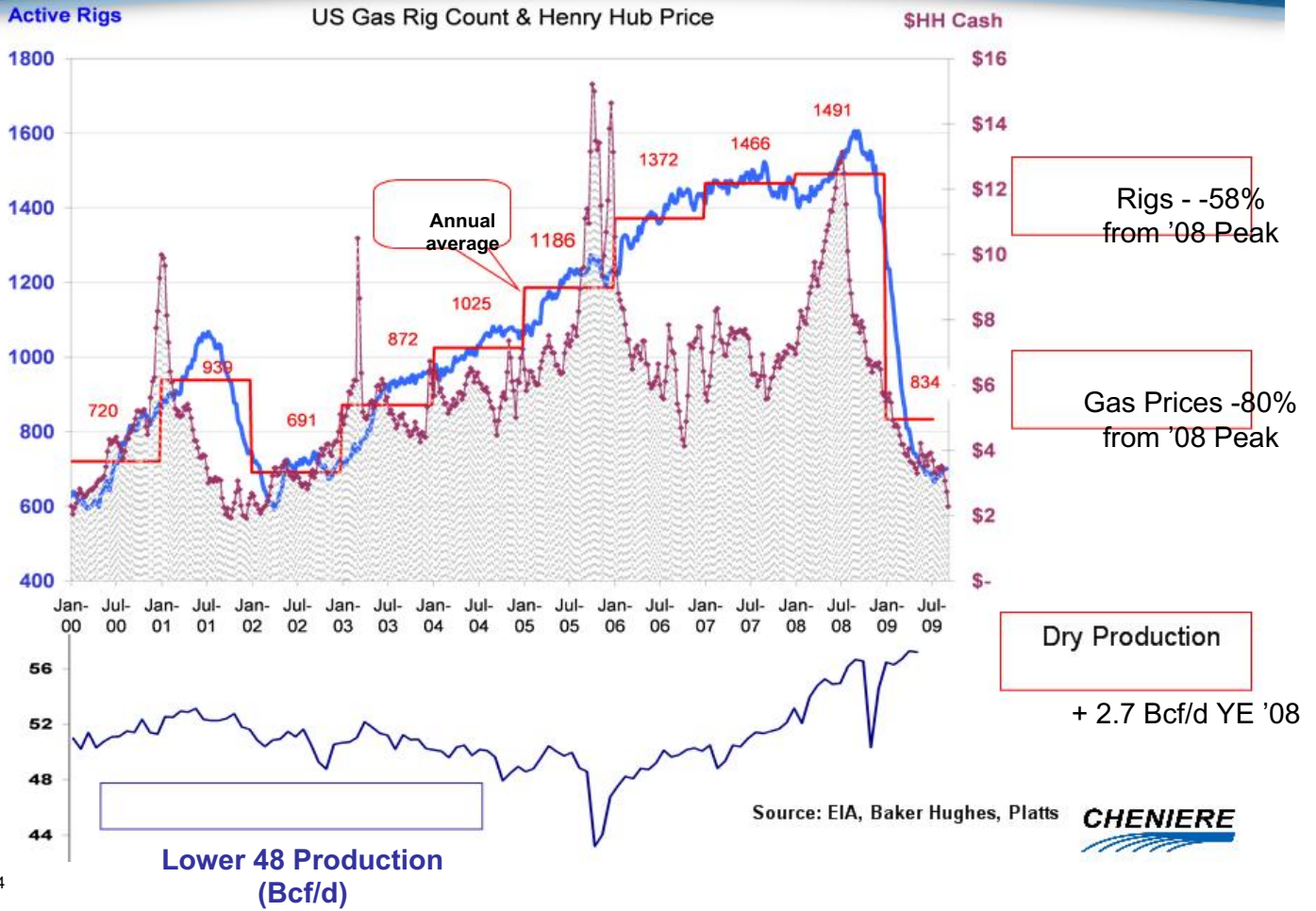
Depicted LNG terminals: Freeport, Golden Pass, Sabine Pass, Cameron, Trunkline, Elba Island, Cove Point, Everett.





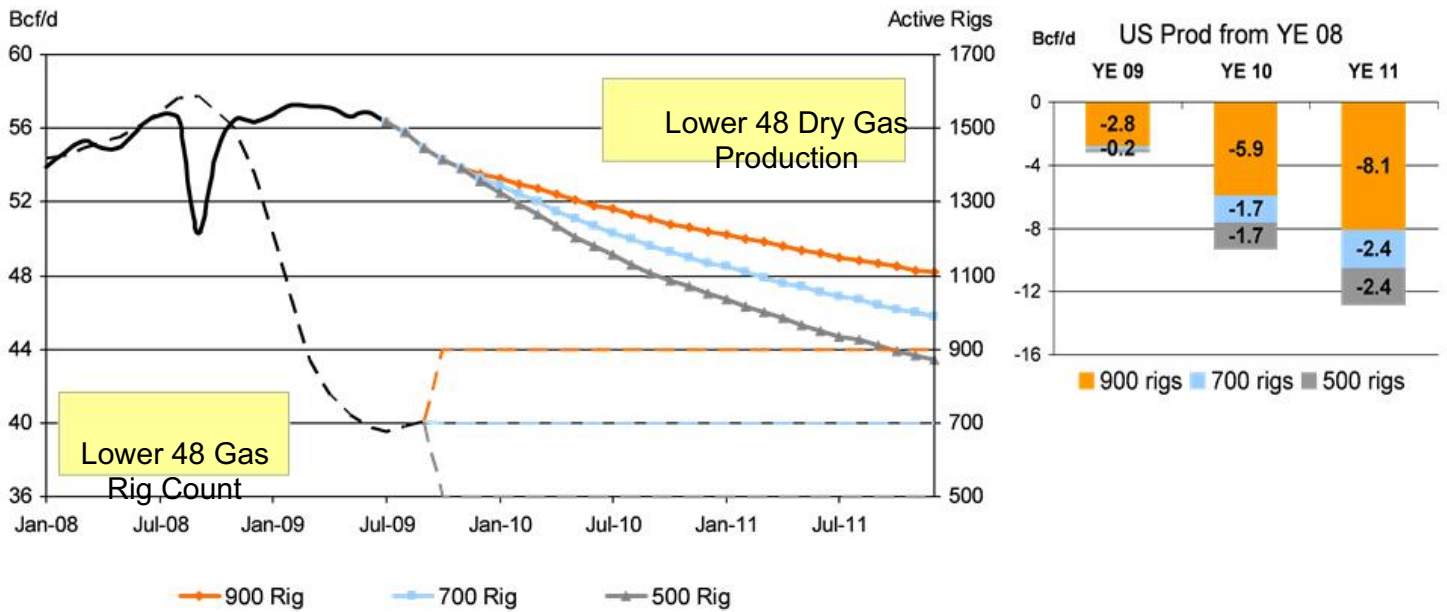
# US Gas Rig Count, Production & Prices

## Drilling has Collapsed with Price, Oversupply



# Lower 48 Wellhead Production & Gas Rig Count

## Productive Capacity will Fall Sharply as Drilling is Curtailed



Source: Lippman Consulting, EIA, Baker Hughes, Cheniere Research



# Conclusions

- North America is about to join the global gas market
- Unconventional reserves and the growth of the LNG trade are challenging the conventional business models
- Questions:
  - Can the oil linked model survive?
  - Which gas price index would replace it?
  - What is the gas price required to justify additional production?
  - Is it unconventional gas in the US?
  - Could it be unconventional gas globally?
- The answers are unclear
- Increased volatility is expected until the industry learns to adapt to a new business model



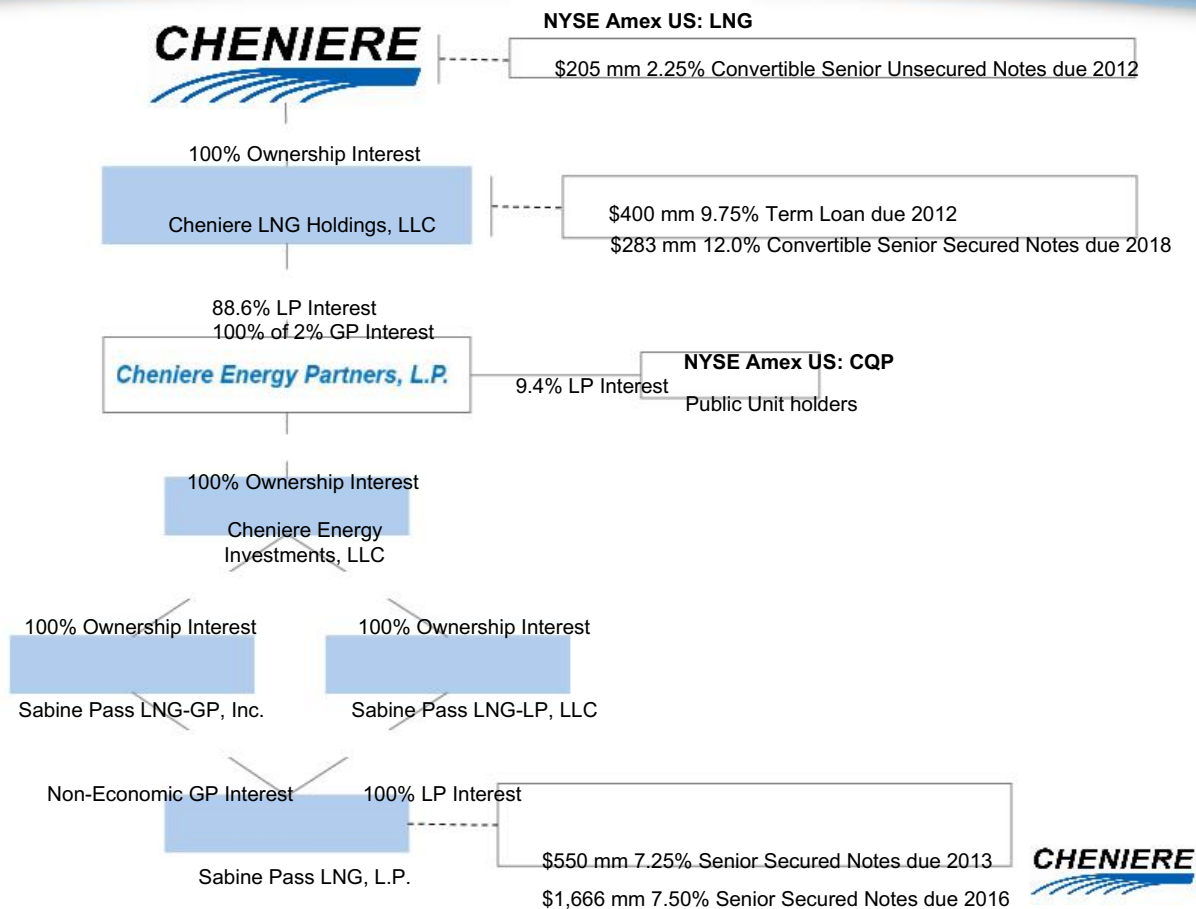


# Appendix

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# Organizational Structure



# Expected Cash Flows Between LNG and CQP/Sabine

(\$ in mm)	FY
<b>Cash Received by Cheniere</b>	
<b>Distributions paid from CQP (\$1.70)</b> <sup>(1)</sup>	
General Partner Units (3.3mm)	\$5.6
Subordinated Units (135.4mm)	230.2
Common Units (10.9mm)	18.5
	<b>\$254.3</b>
<b>Management/Service Fees</b> <sup>(2)</sup>	
O&M / Mgmt Contracts with CQP/Sabine Pass	19.0
<b>Total Cash Received by Cheniere</b>	<b>\$273.3</b>
<b>Cash Distributed to CQP/Sabine Pass</b>	
Cheniere Marketing TUA Payments	-\$252.0
<b>Net Cash Flows Received from CQP/Sabine Pass</b> <sup>(3)</sup>	<b>\$21.3</b>

- (1) Cheniere owns 90.6% of CQP through units held and expects to receive \$1.70 per unit in distributions within 45 days of each quarter end
- (2) Cheniere has three operations/management contracts with Sabine Pass / CQP under which Cheniere will receive payments monthly
- (3) Cheniere's marketing segment contracted for 2.0 Bcf/d capacity at Sabine Pass and has begun making TUA capacity payments quarterly in advance



# Condensed Balance Sheet

September 30, 2009

(in millions)

	<u>Cheniere Energy Partners, L.P.</u>	<u>Other Cheniere Energy, Inc. (1)</u>	<u>Consolidated Cheniere Energy, Inc. (3)</u>
<b>Unrestricted cash</b>	\$ -	\$ 87	\$ 87
<b>Restricted cash and securities (2)</b>	259	7	266
<b>Property, plant and equipment</b>	1,605	633	2,238
	<u>55</u>	<u>143</u>	<u>198</u>
<b>Goodwill and other assets</b>	<u>\$ 1,919</u>	<u>\$ 870</u>	<u>\$ 2,789</u>
<b>Total assets</b>			
<b>Deferred revenue and other liabilities</b>	\$ 209	\$ (41)	\$ 168
<b>Long-term debt</b>	2,182	847	3,029
<b>Non-Controlling interest</b>	<u>(472)</u>	<u>(160)</u>	<u>(632)</u>
	-	224	224
<b>Equity (Deficit)</b>	<u>\$ 1,919</u>	<u>\$ 870</u>	<u>\$ 2,789</u>

(1) Includes intercompany eliminations and reclassifications.




(2) Restricted cash includes cash for construction of the Sabine Pass regas facility and debt service reserves as required per indenture. Cash is restricted at consolidated level.

(3) For a complete balance sheet see the Cheniere Energy, Inc. and Cheniere Energy Partners, L.P. Form 10-Q's for the period ended September 30, 2009 filed with the SEC.



# Contracted Capacity - TUAs

## Summary of 20-year Terminal Use Agreements

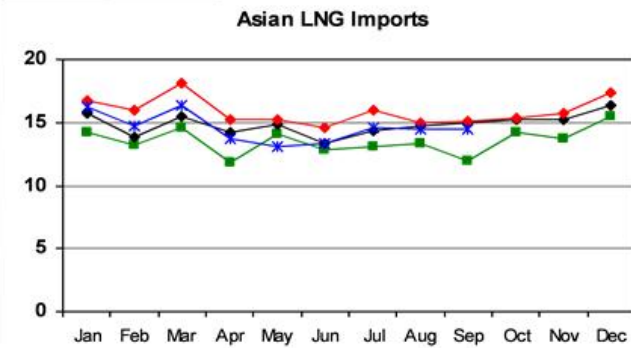
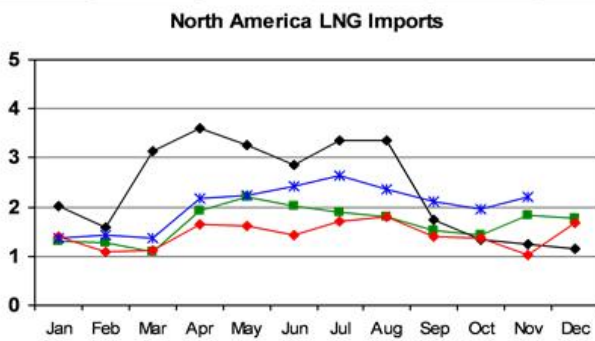
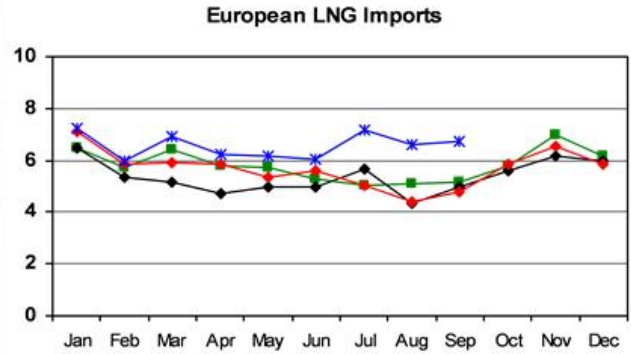
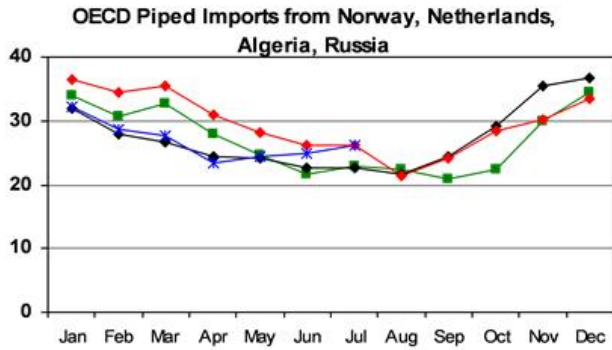
			
	<b>Total LNG</b>	<b>Chevron USA</b>	<b>Cheniere Marketing</b>
<b>Capacity</b>	1.0 Bcf/d	1.0 Bcf/d	2.0 Bcf/d
<b>Fees <sup>(1)</sup></b>			
Reservation Fee <sup>(2)</sup>	\$0.28/MMBTU	\$0.28/MMBTU	\$0.28/MMBTU
Opex Fee <sup>(3)</sup>	\$0.04/MMBTU	\$0.04/MMBTU	\$0.04/MMBTU
<b>2010 Full-Year Term Payments</b>	\$123 million	\$128 million	\$252 million
<b>Guarantor</b>	Total	Chevron Corp.	Cheniere Energy, Inc.
<b>Guarantor Credit Rating</b>	A-1/AA	Aa1/AA	NR/CC+
<b>Payment Start Date</b>	April 1, 2009	July 1, 2009	January 1, 2009

(1) Fees do not vary with the actual quantity of LNG processed; tax reimbursement not included in the fees.  
 (2) No inflation adjustments.  
 (3) Subject to annual inflation adjustment.



# Historical LNG Imports by Region

(Bcf/d)



Source: Waterborne LNG, EIA

■ 2006   
 ■ 2007   
 ■ 2008   
 ■ 2009



