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): **December 18, 2018**

CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware	**001-16383**	**95-4352386**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

700 Milam Street, Suite 1900 **Houston, Texas**	**77002**
(Address of principal executive offices)	(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:

☐ 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01. Regulation FD Disclosure.

On December 18, 2018, Cheniere Energy, Inc. revised its corporate presentation. The revised presentation is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information included in this Item 7.01 of this 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

Exhibit Number	Description
99.1*	Corporate Presentation December 2018.

* Furnished 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: December 18, 2018

By: /s/ Michael J. Wortley
Name: Michael J. Wortley
Title: Executive Vice President and Chief Financial Officer


CHENIERE
CHENIERE ENERGY, INC.
NYSE American: LNG
CORPORATE PRESENTATION
December 2018

Safe Harbor Statements

Forward-Looking Statements

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 of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical or present facts or conditions, included or incorporated by reference herein are "forward-looking statements." Included among "forward-looking statements" are, among other things:

- statements regarding the ability of Cheniere Energy Partners, L.P. to pay distributions to its unitholders or Cheniere Energy, Inc. to pay dividends to its shareholders or participate in share or unit buybacks;
- statements regarding Cheniere Energy, Inc.'s or Cheniere Energy Partners, L.P.'s expected receipt of cash distributions from their respective subsidiaries;
- statements that Cheniere Energy Partners, L.P. expects to commence or complete construction of its proposed liquefied natural gas ("LNG") terminals, liquefaction facilities, pipeline facilities or other projects, or any expansions or portions thereof, by certain dates or at all;
- statements that Cheniere Energy, Inc. expects to commence or complete construction of its proposed LNG terminals, liquefaction facilities, pipeline facilities or other projects, or any expansions or portions thereof, by certain dates or at all;
- statements regarding future levels of domestic and international natural gas production, supply or consumption or future levels of LNG imports into or exports from North America and other countries worldwide, or purchases of natural gas, regardless of the source of such information, or the transportation or other infrastructure, or demand for and prices related to natural gas, LNG or other hydrocarbon products;
- statements regarding any financing transactions or arrangements, or ability to enter into such transactions;
- statements relating to the construction of our proposed liquefaction facilities and natural gas liquefaction trains ("Trains") and the construction of our pipelines, including statements concerning the engagement of any engineering, procurement and construction ("EPC") contractor or other contractor and the anticipated terms and provisions of any agreement with any EPC or other contractor, and anticipated costs related thereto;
- statements regarding any agreement to be entered into or performed substantially in the future, including any revenues anticipated to be received and the anticipated timing thereof, and statements regarding the amounts of total LNG regasification, natural gas, liquefaction or storage capacities that are, or may become, subject to contracts;
- statements regarding counterparties to our commercial contracts, construction contracts and other contracts;
- statements regarding our planned development and construction of additional Trains or pipelines, including the financing of such Trains or pipelines;
- statements that our Trains, when completed, will have certain characteristics, including amounts of liquefaction capacities;
- statements regarding our business strategy, our strengths, our business and operation plans or any other plans, forecasts, projections or objectives, including anticipated revenues, capital expenditures, maintenance and operating costs, run-rate SG&A estimates, cash flows, EBITDA, Adjusted EBITDA, distributable cash flow, distributable cash flow per share and unit, deconsolidated debt outstanding, and deconsolidated contracted EBITDA, any or all of which are subject to change;
- statements regarding projections of revenues, expenses, earnings or losses, working capital or other financial items;
- statements regarding legislative, governmental, regulatory, administrative or other public body actions, approvals, requirements, permits, applications, filings, investigations, proceedings or decisions;
- statements regarding our anticipated LNG and natural gas marketing activities; and
- any other statements that relate to non-historical or future information.

These forward-looking statements are often identified by the use of terms and phrases such as "achieve," "anticipate," "believe," "contemplate," "develop," "estimate," "example," "expect," "forecast," "goals," "guidance," "opportunities," "plan," "potential," "project," "propose," "subject to," "strategy," "target," and similar terms and phrases, or by use of future tense. 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. and Cheniere Energy Partners, L.P. Annual Reports on Form 10-K filed with the SEC on February 21, 2018, 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 other than as required by law, we undertake no obligation to update or revise any forward-looking statement or provide reasons why actual results may differ, whether as a result of new information, future events or otherwise.

Reconciliation to U.S. GAAP Financial Information

The following presentation includes certain "non-GAAP financial measures" as defined in Regulation G under the Securities Exchange Act of 1934, as amended. Schedules are included in the appendix hereto that reconcile the non-GAAP financial measures included in the following presentation to the most directly comparable financial measures calculated and presented in accordance with U.S. GAAP.

COMPANY OVERVIEW

Cheniere Investment Thesis

Premier LNG provider with substantial asset platform and proven track record of execution

Full-service LNG offering enables solutions tailored to customer needs

Significant stable long-term cash flows from take-or-pay style agreements with creditworthy counterparties

Potential cash flow growth from portfolio volumes and economically attractive liquefaction expansions

Strong global LNG demand fundamentals call for LNG supply growth

Investments along LNG value chain support core liquefaction business

Substantial Asset Platform and Global Footprint

Building an Industry Leading U.S. LNG Export Platform

1300+ Employees

6 Offices Worldwide

Houston | Washington D.C. | London

Tokyo | Beijing | Singapore

Sabine Pass Liquefaction Project

22.5 mtpa[1] Liquefaction Capacity

- Trains 1-4 operating, contracts with long-term buyers commenced[2]
- Train 5 commissioning, first LNG October 2018
- Over 500 destination-flexible cargoes exported, with deliveries to 30 countries and regions worldwide
- Train 6 early engineering, procurement, and site works underway ahead of FID (additional 4.5 mtpa[1])

Corpus Christi LNG Terminal

13.5 mtpa[1] Liquefaction Capacity

- First greenfield LNG export facility in U.S. Lower-48
- Train 1 commissioning, first LNG November 2018
- Trains 2-3 under construction
- Filed FERC application for ~9.5 mtpa liquefaction expansion, Environmental Assessment expected 1Q 2019
- Land position enables significant further liquefaction capacity expansion

(1) Each Train is expected to have a nominal production capacity, prior to adjusting for planned maintenance, production reliability, potential overdesign, and debottlenecking opportunities, of approximately 4.5 mtpa of LNG and an average adjusted nominal production capacity of approximately 4.4-4.9 mtpa of LNG on a run rate basis.
(2) Date of First Commercial Delivery reached for Trains 1-4 for the primary SPA for each Train.

CHENIERE

Recent Execution Increases Cheniere's Value Proposition

Optimizing Existing Liquefaction Platform

- Significant debottlenecking opportunities at leading economics ~$300/ton
- Increased expected average adjusted nominal production capacity per train to 4.4 – 4.9 mtpa (previously 4.3 – 4.6 mtpa)
- Increased run rate Consolidated Adjusted EBITDA and DCF guidance by ~$200MM

Progressing Toward Sabine Pass T6 FID

- Signed EPC contract with Bechtel at attractive economics, locking in cost and schedule
  - Bechtel commencing early engineering, procurement, and site works under a limited notice to proceed (LNTP)
- Expected to add ~$400-600 million to run rate Consolidated Adjusted EBITDA
- Continued commercial success with 20-year PETRONAS SPA for ~1.1 mtpa of LNG and 24-year PGNiG SPA for 1.45 mtpa of LNG
  - SPAs totaling >7 mtpa signed YTD

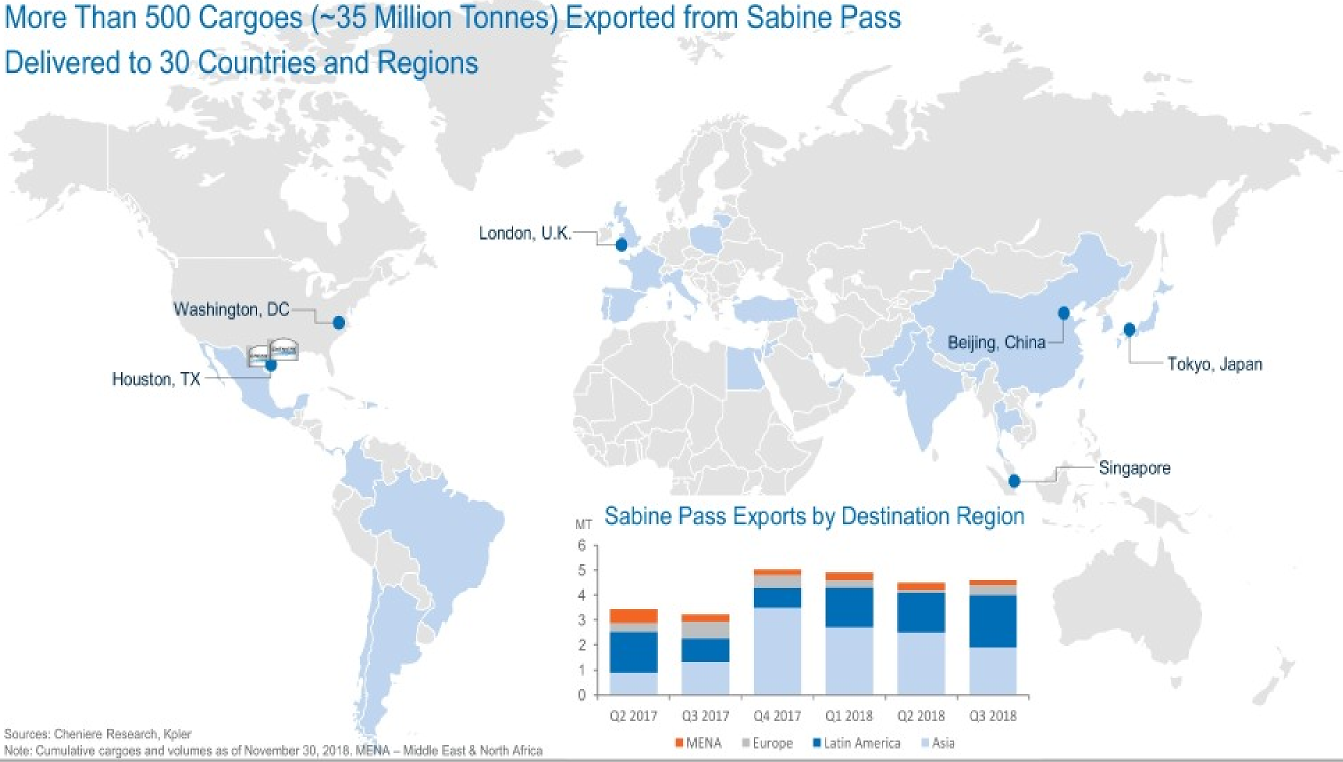
Developing Additional Projects

- FERC scheduling notice received for Corpus Christi Stage 3 in August
- MIDSHIP received FERC order in August
- Land position at Corpus Christi site enables significant further liquefaction capacity expansion

Note: Run rate production includes expected impacts of planned maintenance, production reliability, potential overdesign, and debottlenecking opportunities. Consolidated Adjusted EBITDA and Distributable Cash Flow (DCF) are non-GAAP measures. A definition of these non-GAAP measures is included in the appendix. We have not made any forecast of net income on a run rate basis, which would be the most directly comparable financial measure under GAAP, and we are unable to reconcile differences between these run rate forecasts and income.

Cheniere Cargo Destinations

More Than 500 Cargoes (~35 Million Tonnes) Exported from Sabine Pass Delivered to 30 Countries and Regions



Sources: Cheniere Research, Kpler
Note: Cumulative cargoes and volumes as of November 30, 2018. MENA – Middle East & North Africa

Market Leading Position Along the Value Chain

Safe, Reliable, and Efficient Production of LNG




GAS SUPPLY

Ensure reliable gas delivery to Cheniere's LNG facilities

- Largest physical natural gas consumer in the U.S.
- Capacity holder on most Gulf Coast interstate pipelines, largest shipper on Transco and KMLP
- Over 1,850 TBtu nominated to Sabine Pass since start-up, with near-perfect scheduling efficiency

COMMERCIAL OPERATIONS & ASSET OPTIMIZATION

Deliver to foundation customers, and optimize and monetize excess cargoes

- Loaded over 200 vessels in 2017, and ~215 YTD 2018(1)
- Cheniere Marketing delivered over 130 cargoes from Sabine Pass by end of 3Q 2018
- Chartered more than 100 LNG tankers since startup, with as many as 25 on water simultaneously

ORIGINATION

Continue to deliver long-term contracts to underwrite new liquefaction capacity

- Firm portfolio volumes used to structure term deals to enable long-term growth
- Team has executed over 35 mtpa of term offtake commitments
- Long-term SPAs totaling more than 7 mtpa of LNG signed in 2018

BUSINESS DEVELOPMENT

Invest along the LNG value chain to support core liquefaction business

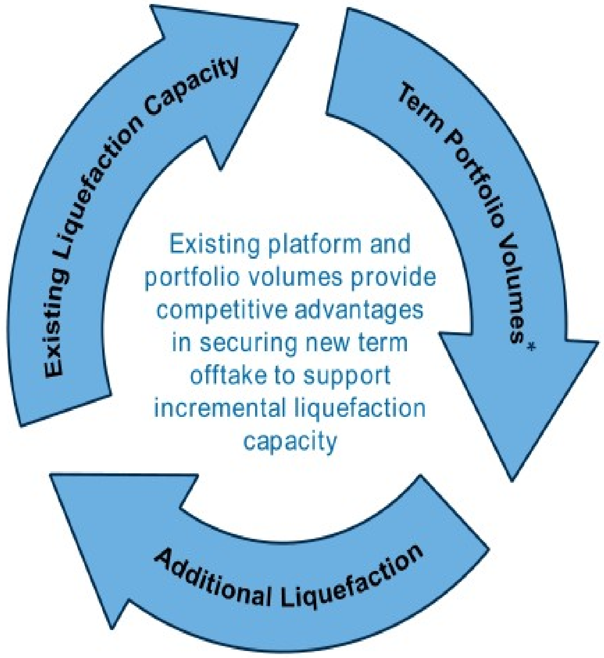
- Proposed MIDSHIP pipeline to access SCOOP/STACK volumes in Oklahoma
- Develop downstream markets to locate demand source for incremental liquefaction

(1) As of November 30, 2018

Cheniere's Competitive Advantages

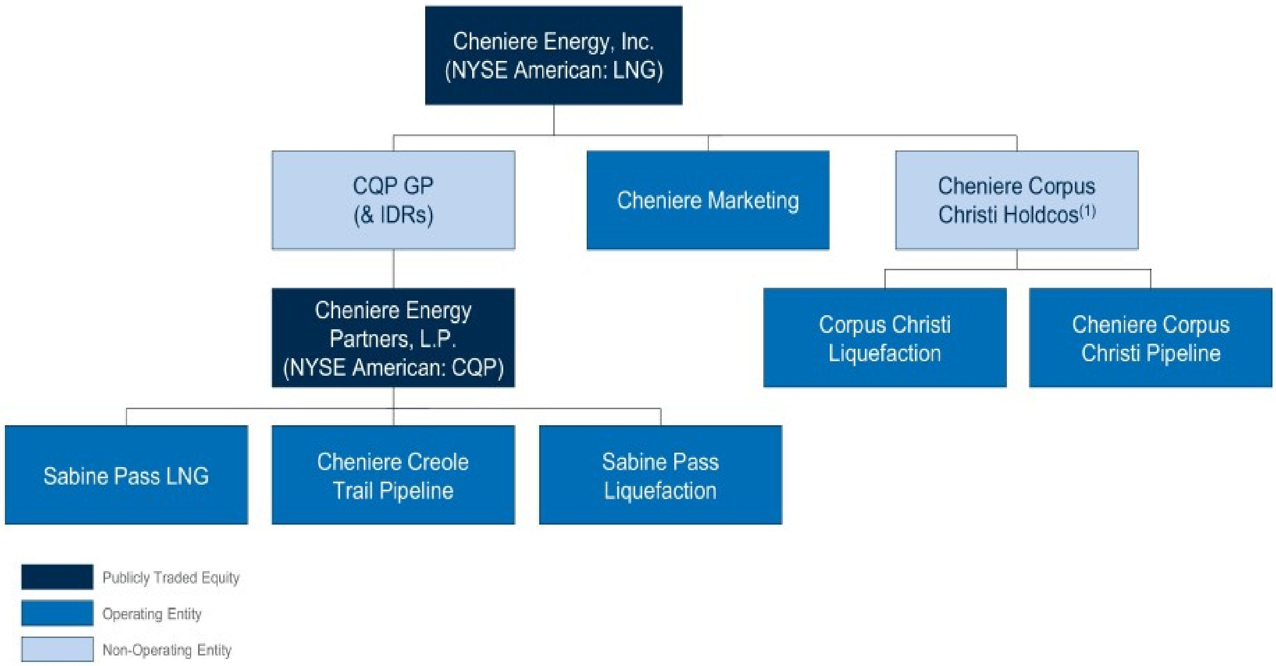
Competitive Advantages Include:

- Large-Scale Existing Platform
- Operational Expertise and Credibility
- Marketing Capabilities & Flexibility
- Gas Supply Scale and Diversity
- Financial Flexibility



* Capabilities include bridging volumes, sculpted volumes, DES/FOB, term portfolio sales not conditioned upon FID of new LNG capacity

Cheniere Corporate Structure



Note: This organizational chart is provided for illustrative purposes only, is not and does not purport to be a complete organizational chart of Cheniere.
(1) Includes Cheniere CCH Holdco I and II and Cheniere Corpus Christi Holdings

LIQUEFACTION PROJECTS UPDATE

LNG Projects Update

SPL Stage 3	
99.1% Overall Train 5 – 1Q 2019	
Engineering	100%
Procurement	100%
Construction	98.7%

Corpus Stage 1	
94.9% Overall Train 1 – 1Q 2019 Train 2 – 2H 2019	
Engineering	100%
Procurement	100%
Construction	89.3%

Corpus Stage 2	
37.7% Overall Train 3 – 2H 2021	
Engineering	82.2%
Procurement	58.3%
Construction	7.4%

Operations
Reinforcing Global Reputation of Reliability

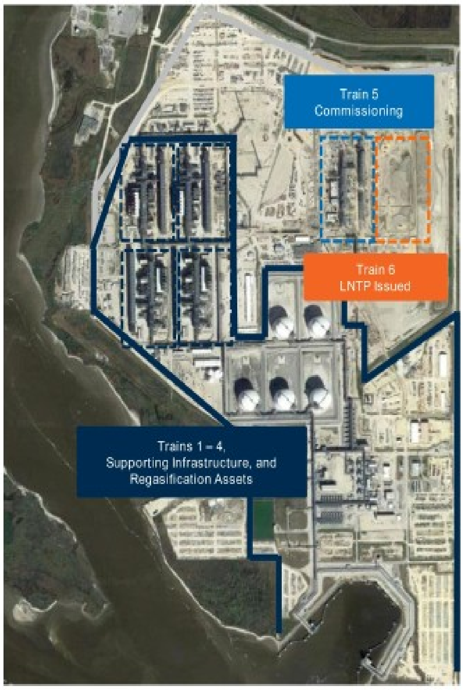
- Operations team working alongside commissioning team to ensure safe and efficient turnover of Trains
- Focus on cross-functional coordination – gas supply, commercial ops, terminal ops, asset optimization, shipping
- Continuing to reinforce advantage of full-service model
  - Over 1,850 TBtu sourced to terminal with near perfect scheduling efficiency since inception
  - >130 cargoes delivered by CMI since inception

Construction
Progressing Efforts on Accelerated Schedules

- Commissioning activities underway for SPL Train 5 and Corpus Train 1
  - First LNG produced from SPL Train 5 in Oct. 2018
  - First LNG produced from CCL Train 1 in Nov. 2018
  - Focus on testing and systems turnover
- SPL Train 6 – EPC contract with Bechtel signed November 2018
  - Early engineering, procurement, and site works commenced under LNTP

Note: Construction project status, completion percentages, and projected substantial completion dates as of October 31, 2018.

Sabine Pass Liquefaction Project



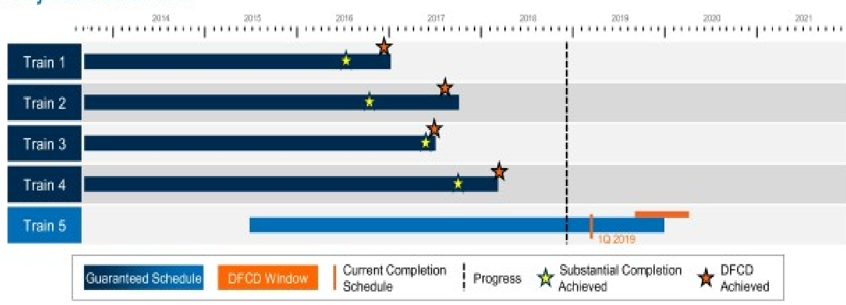
Liquefaction Trains 1-5

- Trains 1 through 4 complete and in operation – on budget and ahead of schedule
- Train 5 is commissioning and produced first LNG in October 2018
  - Substantial completion expected 1Q 2019

Growth

- Train 6 early engineering, procurement, and site works underway
  - LNTP issued to Bechtel in November 2018

Project Schedule



Note: Based on Guaranteed Substantial Completion Dates per EPC contract.

Corpus Christi LNG Terminal

CCL Project Trains 1-3

- Train 1 is commissioning and produced first LNG in November 2018
  - Substantial completion expected 1Q 2019
- Train 2 substantial completion expected 2H 2019
- Train 3 is 37.7% complete overall and has a target substantial completion of 2H 2021

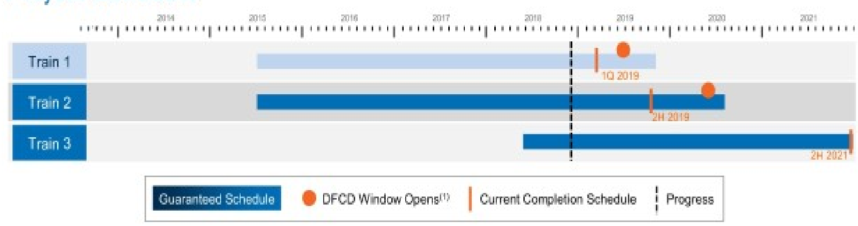
Corpus Christi Stage 3

- Filed FERC application for 7 midscale trains (total expected nominal capacity 9.5 mtpa)
- Environmental Assessment expected from the FERC 1Q 2019

Additional Growth

- Land position enables significant further liquefaction capacity expansion

Project Schedule



Note: Based on Guaranteed Substantial Completion Dates per EPC contract. Construction percentages complete as of October 31, 2018.
(1) DFCD first window period varies by SPA.

CHENIERE

Leading Project Partners

Sabine Pass Liquefaction Project (Louisiana)

Corpus Christi Liquefaction Project (Texas)

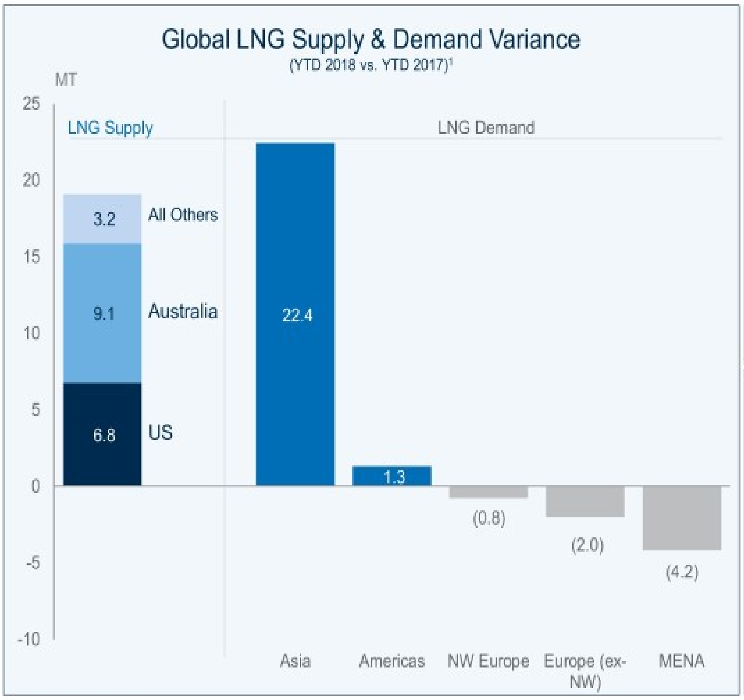
Reliable, Proven Partners

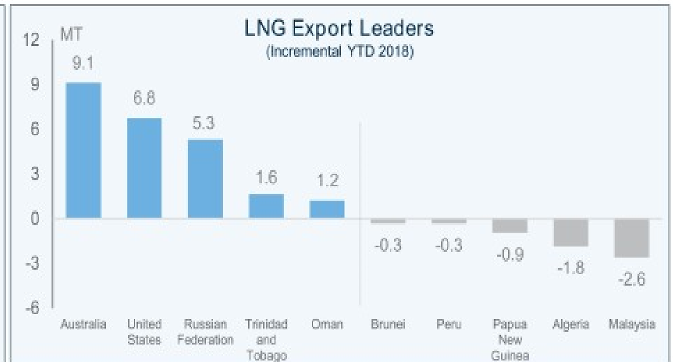
Creditworthy Counterparties

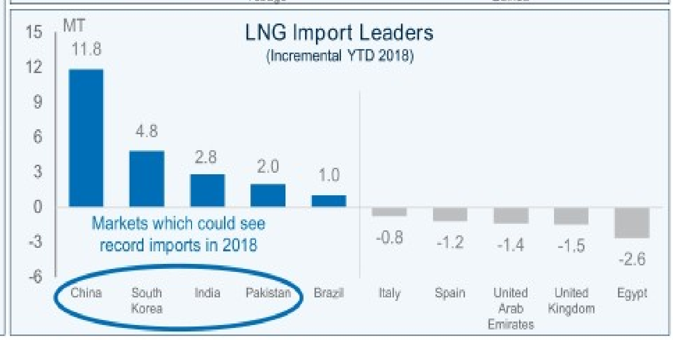
Note: SPA counterparties exclude SPAs with Cheniere Marketing, which may or may not be used to provide commercial support for Train 6 of the SPL Project.

LNG MARKET OUTLOOK

2018 Global LNG Trade



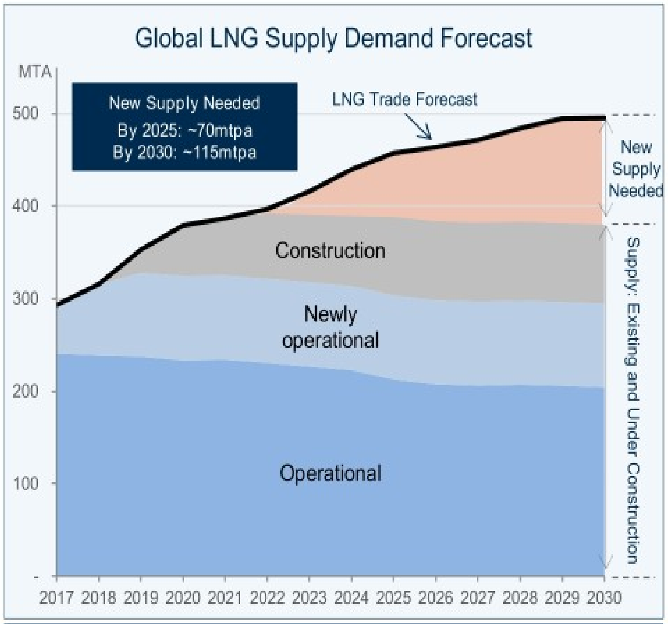




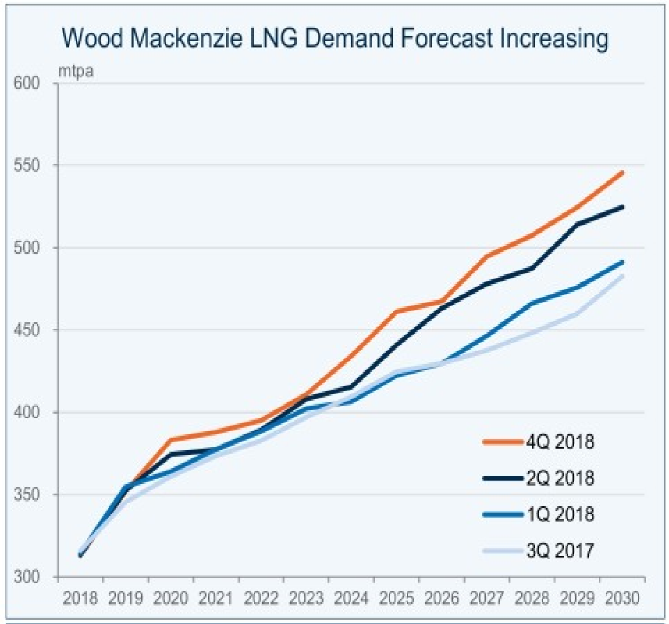
Source: Kpler, Cheniere Research
Note: Year to date data through September 30 of each year.
1. Total incremental supply does not equal sum of total incremental demand due to delivery timing not falling within the quarter

CHENIERE

Supply / Demand Dynamics Support LNG Growth



New LNG supply forecast to be needed starting in 2022, ~70 mtpa of new capacity required by 2025

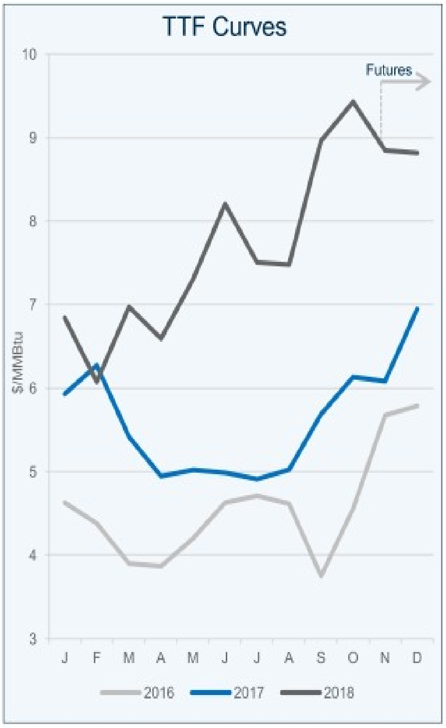


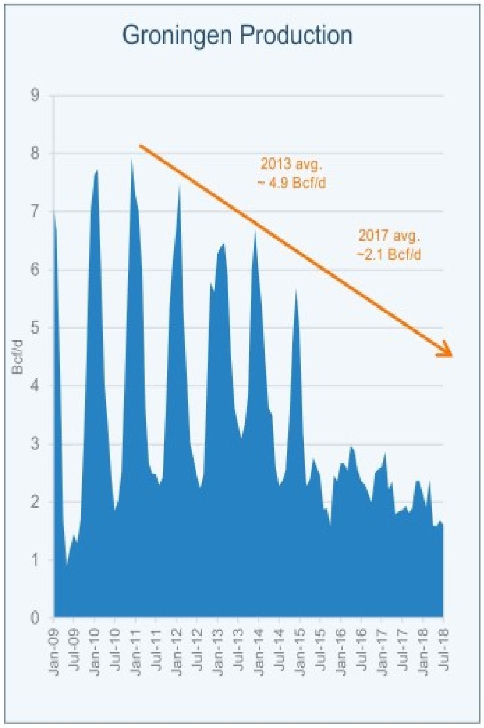
Higher LNG demand forecasts driven by organic growth in Asia and fuel displacement

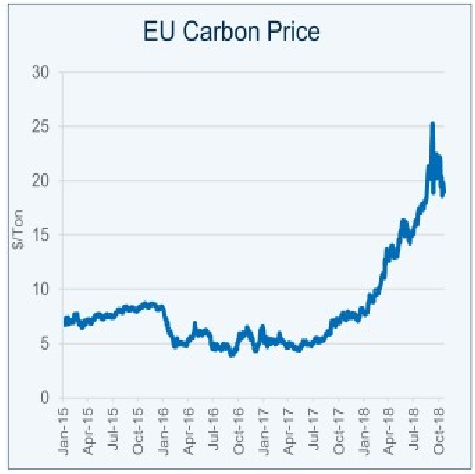
Source: Cheniere Research, Wood Mackenzie, Kpler
Note: Newly operational includes liquefaction supply placed in service from January 2015 to present.

CHENIERE

EU Fundamentals Point to Increased Need for Imports







- 2017 gas demand +6% to 47.5 Bcf/d driven by phase out of nuclear and coal capacity
- Gas production decreased 3% in 2017, expected to decline at higher rate moving forward
- Rising EU carbon prices narrow spark spreads and support gas usage

Source: Cheniere Research, Bloomberg; TTF and Carbon Prices as of October 22, 2018 (TTF forward curve prices from November 2018)


SPL Project
FINANCIAL UPDATE

Third Quarter 2018 Results and Full Year 2018 Guidance

Summary Results

($ millions, except per share and LNG data)	3Q 2018	3Q 2017	YTD 2018	YTD 2017
Operating Income	$425	$297	$1,508	$947
Net Income (Loss) [1]	$65	($289)	$404	($520)
Net Income (Loss) per Share [1]	$0.26	($1.24)	$1.65	($2.24)
Consolidated Adjusted EBITDA	$569	$442	$2,007	$1,297
LNG Volumes Recognized in Income (TBtu)				
SPL Project LNG Volumes	228	151	731	451
Third-Party LNG Volumes	23	45	44	64

Full Year 2018 Guidance

($ millions, except per unit data)			
Consolidated Adjusted EBITDA	$2.45	-	$2.55
Distributable Cash Flow	$0.5	-	$0.6
CQP Distribution per Unit	$2.27	-	$2.30

Highlights

- Long-term SPA customers lifted ~86% of LNG exported from Sabine Pass in 3Q 2018
- 3Q 2018 Distributable Cash Flow >$110 million, YTD 2018 more than $470 million
- Closed merger of Cheniere Partners Holdings (CQH) with a subsidiary of Cheniere in stock for stock transaction
- Cheniere Partners (CQP) issued $1.1B Senior Notes due 2026
  - Refinanced term loans under CQP Credit Facilities
  - Nearest Cheniere debt maturity now 2021

Note: Consolidated Adjusted EBITDA and Distributable Cash Flow are non-GAAP measures. A definition of these non-GAAP measures and a reconciliation to Net income attributable to common stockholders, the most comparable U.S. GAAP measure, is included in the appendix.

1. Reported as Net income (loss) attributable to common stockholders and Net income (loss) per share attributable to common stockholders – diluted on our Consolidated Statement of Operations.

Cheniere Investment Thesis

Premier LNG provider with substantial asset platform and proven track record of execution

Full-service LNG offering enables solutions tailored to customer needs

Significant stable long-term cash flows from take-or-pay style agreements with creditworthy counterparties

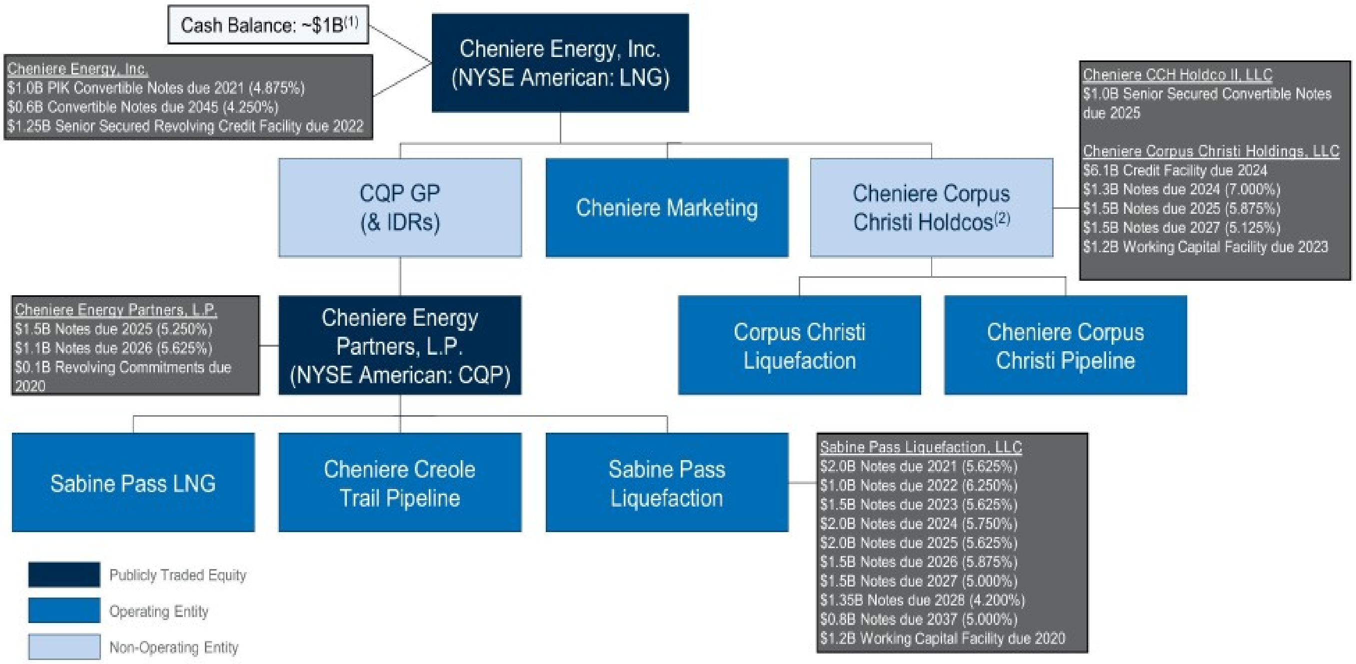
Potential cash flow growth from portfolio volumes and economically attractive liquefaction expansions

Strong global LNG demand fundamentals call for LNG supply growth

Investments along LNG value chain support core liquefaction business

APPENDIX

Cheniere Debt Summary



Note: This organizational chart is provided for illustrative purposes only, is not and does not purport to be a complete organizational chart of Cheniere.

(1) Unrestricted cash balance as of September 30, 2018.

(2) Includes Cheniere CCH Holdco I and II and Cheniere Corpus Christi Holdings

CHENIERE

Run Rate Guidance

($bn, except per share and per unit amounts or unless otherwise noted)	8 Trains Online SPL T1-5, CCH T1-3
CEI Consolidated Adjusted EBITDA	$4.4 - $4.9
Less: CQP Minority Interest	($0.8) - ($0.8)
Less: CQP/SPL Interest Expense	($0.9)
Less: CCH Interest Expense/Maintenance Capex	($0.6)
Less: CEI Interest Expense/Taxes	($0.0)
CEI Distributable Cash Flow	$2.1 - $2.6
CEI Distributable Cash Flow per Share[1]	$7.25 - $8.75
CQP Distributable Cash Flow per Unit	$3.30 - $3.60

Run rate start date assumed to be first full year of operations for all trains

Note: Range driven by production and assumes marketing cargo margin of $2.50/MMBtu before profit-sharing with SPL/CCH. Interest rates at SPL and CCH for refinancing assumed to be 5.50%. Consolidated Adjusted EBITDA, Distributable Cash Flow, Distributable Cash Flow per Share, and Distributable Cash Flow per Unit are non-GAAP measures. Definitions of these non-GAAP measures are included in the appendix. We have not made any forecast of net income on a run-rate basis, which would be the most directly comparable financial measure under GAAP, and we are unable to reconcile differences between these run rate forecasts and net income.

(1) Assumed share count of ~297mm shares; see forecasting points slide for conversion assumptions.

Forecasting Points

Tax Assumptions

- Cheniere cash tax payments begin early-mid 2020s
- Average tax rate as percentage of pre-tax cash flow:
  - 2020 – 2030: 5-10%
  - 2031 – 2040: 21%
- 2020 – 2030 tax rate primarily due to "80% NOL limitation" on newly-generated NOLs from Tax Cuts and Jobs Act
- Cheniere federal NOL carryforward $4.7 billion as of December 31, 2017

Share Conversion Assumptions

- CCH Holdco II Notes (EIG Notes) convert into ~25mm LNG shares in 2020 at estimated $75 / share (ultimate principal balance ~$1.7bn)
  - Conversion at 10% discount to LNG's share price
  - Only 50% of notes can be converted at initial conversion, subsequent conversions cannot occur for 90 days after initial conversion date
- CEI Convertible Unsecured Notes (RRJ Notes) convert into ~15mm LNG shares in 2021 at estimated $94 / share (ultimate principal balance ~$1.4bn)

Reconciliation to Non-GAAP Measures

Regulation G Reconciliations

This presentation contains non-GAAP financial measures. Consolidated Adjusted EBITDA, Distributable Cash Flow, Distributable Cash Flow per Share, and Distributable Cash Flow per Unit are non-GAAP financial measures that we use to facilitate comparisons of operating performance across periods. These non-GAAP measures should be viewed as a supplement to and not a substitute for our U.S. GAAP measures of performance and the financial results calculated in accordance with U.S. GAAP and reconciliations from these results should be carefully evaluated.

Consolidated Adjusted EBITDA represents net income (loss) attributable to Cheniere before net income (loss) attributable to the non-controlling interest, interest, taxes, depreciation and amortization, adjusted for certain non-cash items, other non-operating income or expense items, and other items not otherwise predictive or indicative of ongoing operating performance, as detailed in the following reconciliation. Consolidated Adjusted EBITDA is not intended to represent cash flows from operations or net income (loss) as defined by U.S. GAAP and is not necessarily comparable to similarly titled measures reported by other companies.

We believe Consolidated Adjusted EBITDA provides relevant and useful information to management, investors and other users of our financial information in evaluating the effectiveness of our operating performance in a manner that is consistent with management's evaluation of business performance. We believe Consolidated Adjusted EBITDA is widely used by investors to measure a company's operating performance without regard to items such as interest expense, taxes, depreciation and amortization which vary substantially from company to company depending on capital structure, the method by which assets were acquired and depreciation policies. Further, the exclusion of certain non-cash items, other non-operating income or expense items, and items not otherwise predictive or indicative of ongoing operating performance enables comparability to prior period performance and trend analysis.

Consolidated Adjusted EBITDA is calculated by taking net income (loss) attributable to common stockholders before net income (loss) attributable to non-controlling interest, interest expense, net of capitalized interest, changes in the fair value and settlement of our interest rate derivatives, taxes, depreciation and amortization, and adjusting for the effects of certain non-cash items, other non-operating income or expense items, and other items not otherwise predictive or indicative of ongoing operating performance, including the effects of modification or extinguishment of debt, impairment expense and loss on disposal of assets, changes in the fair value of our commodity and foreign currency exchange ("FX") derivatives and non-cash compensation expense. We believe the exclusion of these items enables investors and other users of our financial information to assess our sequential and year-over-year performance and operating trends on a more comparable basis and is consistent with management's own evaluation of performance.

Distributable Cash Flow is defined as cash received, or expected to be received, from Cheniere's ownership and interests in CQP and Cheniere Corpus Christi Holdings, LLC, cash received (used) by Cheniere's integrated marketing function (other than cash for capital expenditures) less interest, taxes and maintenance capital expenditures associated with Cheniere and not the underlying entities. Management uses this measure and believes it provides users of our financial statements a useful measure reflective of our business's ability to generate cash earnings to supplement the comparable GAAP measure.

Distributable Cash Flow per Share and Distributable Cash Flow per Unit are calculated by dividing Distributable Cash Flow by the weighted average number of common shares or units outstanding.

We believe Distributable Cash Flow is a useful performance measure for management, investors and other users of our financial information to evaluate our performance and to measure and estimate the ability of our assets to generate cash earnings after servicing our debt, paying cash taxes and expending sustaining capital, that could be used for discretionary purposes such as common stock dividends, stock repurchases, retirement of debt, or expansion capital expenditures. Management uses this measure and believes it provides users of our financial statements a useful measure reflective of our business's ability to generate cash earnings to supplement the comparable GAAP measure.

Distributable Cash Flow is not intended to represent cash flows from operations or net income (loss) as defined by U.S. GAAP and is not necessarily comparable to similarly titled measures reported by other companies.

Non-GAAP measures have limitations as an analytical tool and should not be considered in isolation or in lieu of an analysis of our results as reported under GAAP, and should be evaluated only on a supplementary basis.

Consolidated Adjusted EBITDA

The foll owing table reconciles our Consolidated Adjusted EBITDA to U.S. GAAP results for the three and nine months ended September 30, 2018 and 2017 (in millions):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
Net income (loss) attributable to common stockholders	$ 65	$ (289)	$ 404	$ (520)
Net income attributable to non-controlling interest	162	379	573	803
Income tax provision (benefit)	3	(2)	15	(1)
Interest expense, net of capitalized interest	221	186	653	539
Loss on modification or extinguishment of debt	12	25	27	100
Derivative loss (gain), net	(23)	2	(132)	37
Other income	(15)	(4)	(32)	(11)
Income from operations	$ 425	$ 297	$ 1,508	$ 947
Adjustments to reconcile income from operations to Consolidated Adjusted EBITDA:				
Depreciation and amortization expense	113	92	333	252
Loss (gain) from changes in fair value of commodity and FX derivatives, net	(6)	35	96	63
Total non-cash compensation expense	22	9	55	20
Impairment expense and loss on disposal of assets	8	9	8	15
Legal settlement expense	7	—	7	—
Consolidated Adjusted EBITDA	$ 569	$ 442	$ 2,007	$ 1,297

Consolidated Adjusted EBITDA and Distributable Cash Flow

The following table reconciles our actual Consolidated Adjusted EBITDA and Distributable Cash Flow to Net income (loss) attributable to common stockholders for the three and nine months ended September 30, 2018 and forecast amounts for full year 2018 and full year 2019 (in billions):

	Three Months Ended September 30, 2018	Nine Months Ended September 30, 2018	Full Year 2018	
Net income attributable to common stockholders	$ 0.07	$ 0.40	$ 0.4 -	$ 0.5
Net income attributable to non-controlling interest	0.16	0.57	0.7 -	0.7
Income tax provision	0.00	0.02		0.0
Interest expense, net of capitalized interest	0.22	0.65		0.9
Depreciation and amortization expense	0.11	0.33		0.5
Other expense, financing costs, and certain non-cash operating expenses	0.01	0.03		0.0
Consolidated Adjusted EBITDA	$ 0.57	$ 2.01	$ 2.45 -	$ 2.55
Distributions to CQP non-controlling interest	(0.14)	(0.43)		(0.6)
SPL and CQP cash retained and interest expense	(0.31)	(1.08)		(1.3)
Cheniere interest expense, income tax and other	(0.01)	(0.03)		(0.1)
Cheniere Distributable Cash Flow	$ 0.11	$ 0.47	$ 0.5 -	$ 0.6

Note: Totals may not sum due to rounding.

CHENIERE

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