

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 19, 1996

CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of incorporation)

2-63115
(Commission File Number)

95-4352386
(IRS Employer Identification No.)

Two Allen Center
1200 Smith Street
Houston, Texas

77002

(Address of principal executive office)

(Zip Code)

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

None

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

In November and December 1996, pursuant to Regulation D promulgated under the Securities Act of 1933 ("Regulation D"), the Company sold an aggregate of 162,166 shares of the Common Stock to five "accredited investors" pursuant to Rule 506 of Regulation D and received proceeds of \$339,638 net of placement fees from such sales. Information regarding each sale is set forth in the table below.

DATE	SHARES	PRICE	PROCEEDS	FEE/COMMISSION	NET PROCEEDS
11/21	13,500	\$2.25	\$ 30,375	\$ 3,037	\$ 27,338
11/22	20,000	\$2.25	\$ 45,000	\$ 4,500	\$ 40,500
11/26	66,666	\$2.25	\$150,000	\$15,000	\$135,000
11/29	50,000	\$2.25	\$112,500	\$ 0	\$112,500
12/06	12,000	\$2.25	\$ 27,000	\$ 2,700	\$ 24,300

ITEM 9. SALES OF EQUITY SECURITIES PURSUANT TO REGULATION S.

In November and December 1996, pursuant to Regulation S promulgated under the Securities Act of 1933, the Company sold an aggregate of 735,555 shares of the Common Stock to five offshore investors and received proceeds of \$1,579,500 net of placement fees from such sales. Information regarding each sale is set forth in the table below.

DATE	SHARES	PRICE	PROCEEDS	FEE/COMMISSION	NET PROCEEDS
11/19	13,333	\$2.25	\$ 30,000	\$ 3,000	\$ 27,000
12/06	300,000	\$2.25	\$675,000	\$67,500	\$607,500
12/09	200,000	\$2.50	\$500,000	\$50,000	\$450,000
12/09	200,000	\$2.50	\$500,000	\$50,000	\$450,000
12/11	22,222	\$2.25	\$ 50,000	\$ 5,000	\$ 45,000

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.

By: /s/ William D. Forster

William D. Forster

President and Chief Executive Officer

Date: December 18, 1996