SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 12)*

Cheniere Energy, Inc.
(Name of Issuer)

Common Stock, $0.003 Par Value
(Title of Class of Securities)

16411R208
(CUSIP Number)

Jesse Lynn
General Counsel
Icahn Capital LP
16690 Collins Avenue, Suite PH-1
Sunny Isles Beach, FL 33160
(305) 422-4131
(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

December 11, 2020
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box / /

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Partners Master Fund LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / / 

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   7,648,134

8. SHARED VOTING POWER
   0

9. SOLE DISPOSITIVE POWER
   7,648,134

10. SHARED DISPOSITIVE POWER
    0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    7,648,134

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / / 

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    3.03%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Offshore LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)/ /

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   7,648,134

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    7,648,134

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    7,648,134

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES/ /

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    3.03%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Partners LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / /  
   (b) / /  

3. SEC USE ONLY

4. SOURCE OF FUNDS
   WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)/ /  

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   10,469,865

8. SHARED VOTING POWER
   0

9. SOLE DISPOSITIVE POWER
   10,469,865

10. SHARED DISPOSITIVE POWER
    0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    10,469,865

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES/ /  

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    4.15%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Onshore LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / / 

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   10,469,865

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    10,469,865

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    10,469,865

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / / 

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    4.15%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Capital LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / /

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   18,117,999

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    18,117,999

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    18,117,999

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / /

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    7.18%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   IPH GP LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / / 

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   18,117,999

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    18,117,999

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    18,117,999

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / / 

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    7.18%

14. TYPE OF REPORTING PERSON
    OO
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Enterprises Holdings L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / / 

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   18,117,999

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    18,117,999

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    18,117,999

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / / 

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    7.18%

14. TYPE OF REPORTING PERSON
    PN
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Icahn Enterprises G.P. Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / /
   (b) / /

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / /

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   18,117,999

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    18,117,999

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    18,117,999

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / /

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    7.18%

14. TYPE OF REPORTING PERSON
    CO
CUSIP No. 16411R208

1. NAME OF REPORTING PERSON
   Beckton Corp.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3. SEC USE ONLY

4. SOURCE OF FUNDS
   OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)/ /

6. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7. SOLE VOTING POWER
   0

8. SHARED VOTING POWER
   18,117,999

9. SOLE DISPOSITIVE POWER
   0

10. SHARED DISPOSITIVE POWER
    18,117,999

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
    18,117,999

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES/ /

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
    7.18%

14. TYPE OF REPORTING PERSON
    CO
CUSIP No. 16411R208

1 NAME OF REPORTING PERSON
   Carl C. Icahn

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) / / 
   (b) / / 

3 SEC USE ONLY

4 SOURCE OF FUNDS
   OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) / / 

6 CITIZENSHIP OR PLACE OF ORGANIZATION
   United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7 SOLE VOTING POWER
   0

8 SHARED VOTING POWER
   18,117,999

9 SOLE DISPOSITIVE POWER
   0

10 SHARED DISPOSITIVE POWER
   18,117,999

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   18,117,999

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES / / 

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
   7.18%

14 TYPE OF REPORTING PERSON
   IN
This statement constitutes Amendment No. 12 to the Schedule 13D relating to the shares of Common Stock, $0.003 par value (“Shares”), issued by Cheniere Energy, Inc. (the “Issuer”), and hereby amends the Schedule 13D filed with the Securities and Exchange Commission on August 6, 2015, as amended by Amendment No. 1 to the Schedule 13D, filed with the Securities and Exchange Commission on August 24, 2015, Amendment No. 2 to the Schedule 13D, filed with the Securities and Exchange Commission on August 31, 2015, Amendment No. 3 to the Schedule 13D, filed with the Securities and Exchange Commission on September 14, 2015, Amendment No. 4 to the Schedule 13D, filed with the Securities and Exchange Commission on September 28, 2015, Amendment No. 5 to the Schedule 13D, filed with the Securities and Exchange Commission on October 1, 2015, Amendment No. 6 to the Schedule 13D, filed with the Securities and Exchange Commission on November 9, 2015, Amendment No. 7 to the Schedule 13D, filed with the Securities and Exchange Commission on November 12, 2015, Amendment No. 8 to the Schedule 13D, filed with the Securities and Exchange Commission on December 7, 2015, Amendment No. 9 to the Schedule 13D, filed with the Securities and Exchange Commission on June 28, 2018, Amendment No. 10 to the Schedule 13D, filed with the Securities and Exchange Commission on May 15, 2019, and Amendment No. 11 to the Schedule 13D, filed with the Securities and Exchange Commission on November 15, 2019 (collectively, the “Schedule 13D”), to furnish the additional information set forth herein. All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Schedule 13D.

Item 5. Interest in Securities of the Issuer

Item 5(a) and the first paragraph of Item 5(b) of the Schedule 13D are hereby amended by replacing them in their entirety with the following:

(a) The Reporting Persons may be deemed to beneficially own, in the aggregate, 18,117,999 Shares, representing approximately 7.18% of the Issuer’s outstanding Shares (based upon the 252,274,015 Shares stated to be outstanding as of October 30, 2020 by the Issuer in the Issuer’s Form 10-Q filed for the quarterly period ended September 30, 2020).

(b) Icahn Master has sole voting power and sole dispositive power with regard to 7,648,134 Shares. Each of Icahn Offshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn has shared voting power and shared dispositive power with regard to such Shares. Icahn Partners has sole voting power and sole dispositive power with regard to 10,469,865 Shares. Each of Icahn Onshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn has shared voting power and shared dispositive power with regard to such Shares.

Item 5(c) of the Schedule 13D is hereby amended by the addition of the following:

(c) The following table sets forth all transactions with respect to Shares effected during the past sixty (60) days by any of the Reporting Persons. Except as otherwise noted below, all such transactions were sales of Shares effected in the open market.

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SCHEDULE 13D
<table>
<thead>
<tr>
<th>Name of Reporting Person</th>
<th>Date of Transaction</th>
<th>Amount of Securities</th>
<th>Price Per Share</th>
</tr>
</thead>
<tbody>
<tr>
<td>Icahn Partners LP</td>
<td>11/30/2020</td>
<td>(38,794)</td>
<td>$58.95</td>
</tr>
<tr>
<td>Icahn Partners LP</td>
<td>11/30/2020</td>
<td>(18,370)</td>
<td>$58.88</td>
</tr>
<tr>
<td>Icahn Partners LP</td>
<td>12/04/2020</td>
<td>(776,954)</td>
<td>$60.34</td>
</tr>
<tr>
<td>Icahn Partners LP</td>
<td>12/07/2020</td>
<td>(216,993)</td>
<td>$59.97</td>
</tr>
<tr>
<td>Icahn Partners LP</td>
<td>12/11/2020</td>
<td>(124,392)</td>
<td>$61.38</td>
</tr>
<tr>
<td>Icahn Partners Master Fund LP</td>
<td>11/30/2020</td>
<td>(27,963)</td>
<td>$58.95</td>
</tr>
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<td>Icahn Partners Master Fund LP</td>
<td>11/30/2020</td>
<td>(13,230)</td>
<td>$58.88</td>
</tr>
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<td>Icahn Partners Master Fund LP</td>
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<td>(550,930)</td>
<td>$60.34</td>
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<td>Icahn Partners Master Fund LP</td>
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<td>$59.97</td>
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<tr>
<td>Icahn Partners Master Fund LP</td>
<td>12/11/2020</td>
<td>(88,207)</td>
<td>$61.38</td>
</tr>
</tbody>
</table>
After reasonable inquiry and to the best of each of the undersigned knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 11, 2020

ICAHN PARTNERS MASTER FUND LP
ICAHN OFFSHORE LP
ICAHN PARTNERS LP
ICAHN ONSHORE LP

By: /s/ Irene March
Name: Irene March
Title: Chief Financial Officer

BECKTON CORP.

By: /s/ Irene March
Name: Irene March
Title: Vice President; Authorized Signatory

ICAHN CAPITAL LP

By: Icahn Enterprises Holdings L.P., its sole member
By: Icahn Enterprises G.P. Inc., its general partner

IPH GP LLC

By: Icahn Enterprises Holdings L.P., its sole member
By: Icahn Enterprises G.P. Inc., its general partner

ICAHN ENTERPRISES HOLDINGS L.P.
By: Icahn Enterprises G.P. Inc., its general partner

ICAHN ENTERPRISES G.P. INC.

By: /s/ SungHwan Cho
Name: SungHwan Cho
Title: Chief Financial Officer

/s/ Carl C. Icahn
CARL C. ICAHN

[Signature Page of Amendment No. 12 to Schedule 13D – Cheniere Energy, Inc.]