
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

CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware 1-16383 95-4352386 (State or other jurisdiction of incorporation or organization) Number) Identification No.)

717 Texas Avenue Suite 3100

Houston, Texas 77002 (Address of principal executive offices) (Zip Code)

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))

Item 8.01. Other Events

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

2

- 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.

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

Name: Don A. Turkleson

Title: Senior Vice President and

Chief Financial Officer

3

EXHIBIT INDEX

Exhibit
Number Description

99.1 Press Release, dated March 14, 2005 (filed herewith)

Cheniere Energy Announces Two-for-One Stock Split

HOUSTON--(BUSINESS WIRE)--March 14, 2005--Cheniere Energy, Inc. (AMEX:LNG) announced today that its Board of Directors has approved a two-for-one stock split of its common shares. The stock split will entitle all shareholders of record at the close of business on April 8, 2005 to receive one additional share of common stock for each share held on that date. The additional shares of common stock will be distributed on April 22, 2005. After giving effect to the stock split, there will be approximately 53,514,000 shares of common stock outstanding.

The Board's decision to split the stock will reduce the price per share and is intended to broaden the shareholder base and increase the liquidity and availability of shares for trading.

Cheniere Energy, Inc. is a Houston-based energy company engaged in developing LNG Receiving Terminals and Gulf of Mexico Exploration & Production. Cheniere is developing 100% owned Gulf Coast LNG Receiving Terminals near Sabine Pass in Cameron Parish, LA; near Corpus Christi, TX; and near the Creole Trail in Cameron Parish, LA. Cheniere is also a 30% limited partner in Freeport LNG Development, L.P., which is building an LNG Receiving Terminal in Freeport, Texas. Cheniere explores for oil and gas in the Gulf of Mexico using a regional database of 7,000 square miles of PSTM 3D seismic data. Cheniere owns 9% of Gryphon Exploration Company, along with Warburg, Pincus Equity Partners, L.P., which owns 91%. Additional information about Cheniere Energy, Inc. may be found on its web site at www.Cheniere.com.

This press release contains certain statements that may include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical facts, included herein are "forward-looking statements." Included among "forward-looking statements" are, among other things, (i) statements regarding Cheniere's business strategy, plans and objectives and (ii) statements expressing beliefs and expectations regarding the development of Cheniere's LNG receiving terminal business. Although Cheniere believes 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. Cheniere's 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 Cheniere's periodic reports that are filed with and available from the Securities and Exchange Commission. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Other than as required under the securities laws, Cheniere does not assume a duty to update these forward-looking statements.

CONTACT: Cheniere Energy, Inc. Suzanne McLeod, 713-265-0208 Info@Cheniere.com