
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): September 1, 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) (Commission (I.R.S. Employer 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

Item 8.01 Other Events

On September 1, 2005, the Company issued a press release announcing that Gryphon Exploration Company, the Company's exploration and production venture with Warburg Pincus, has been acquired by Woodside Energy (USA) Inc. The transaction generated net proceeds of \$20.2 million to the Company. The press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

Exchange Act (17 CFR 240.13e-4(c))

c) Exhibits

Exhibit

Number Description

99.1 Press Release, dated September 1, 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.

Date: September 1, 2005 By: /s/ Don A. Turkleson

Name: Don A. Turkleson

Title: Senior Vice President and Chief

Financial Officer

EXHIBIT INDEX

Exhibit

Number Description

99.1 Press Release, dated September 1, 2005 (filed herewith)

Cheniere Energy Venture - Gryphon Exploration Company Acquired by Woodside Energy for \$297 Million

HOUSTON--(BUSINESS WIRE)--Sept. 1, 2005--Cheniere Energy, Inc. (AMEX:LNG) announced today that its exploration and production venture with Warburg Pincus, Gryphon Exploration Company has been acquired for \$283 million plus the assumption of \$14 million of net debt in a merger with Woodside Energy (USA) Inc. The transaction generated net proceeds of \$20.2 million to Cheniere Energy.

Gryphon Exploration was formed in October 2000 by Cheniere Energy and Warburg Pincus, a global private equity firm based in New York, to fund Cheniere's exploration program in the Offshore Louisiana Area. Cheniere Energy contributed all project related assets to Gryphon Exploration Company, and Warburg Pincus made investments of \$85 million.

Cheniere Energy, Inc. is a Houston-based energy company engaged in developing LNG Receiving Terminals and Gulf of Mexico Exploration & Production. Cheniere is building a 100% owned Gulf Coast LNG Receiving Terminal near Sabine Pass in Cameron Parish, LA, and developing 100% owned Gulf Coast LNG Receiving Terminals 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. 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., Houston David Castaneda, 713-265-0202