

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): June 5, 2006

CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

|  |                                     |   |
|--|-------------------------------------|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation or organization)                | 1-16383<br>(Commission File Number) | 95-4352386<br>(I.R.S. Employer<br>Identification No.) |
| 717 Texas Avenue<br>Suite 3100<br>Houston, Texas<br>(Address of principal executive offices) |                                     | 77002<br>(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 1.01 Entry into a Material Definitive Agreement.

On June 5, 2006, David B. Gorte accepted the position of Senior Vice President and Chief Risk Officer with Cheniere Energy, Inc. (the "Company"). Mr. Gorte's employment is expected to begin on August 21, 2006. He is to be paid an annual base salary of \$240,000 and is to receive a grant of 10,000 shares of restricted stock on the first business day of the month following his date of employment. He is also to be eligible to participate in the Company's annual cash and/or stock bonus awards and other benefits available to the Company's employees.

A summary of the compensation for each of the Company's executive officers is attached hereto as Exhibit 10.1, which is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

c) Exhibits

| Exhibit<br>Number | Description   |
|-------------------|---|
| 10.1              | Summary of Compensation for Executive Officers (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: June 9, 2006

By: /s/ Z.S. Kobiashvili

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Name: Z.S. Kobiashvili

Title: Senior Vice President and General Counsel

EXHIBIT INDEX

| Exhibit<br>Number | Description   |
|-------------------|---|
| - - - - -         | - - - - -   |
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 Summary of Compensation for Executive Officers  
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All of the executive officers of Cheniere Energy, Inc. ("Cheniere") are "at will" employees and none of them has an employment or severance agreement. The unwritten arrangements under which Cheniere's executive officers are compensated include:

- o a salary, reviewed annually by the Compensation Committee of the Board of Directors of Cheniere;
- o eligibility for a discretionary annual cash bonus, as determined by the Compensation Committee;
- o eligibility for awards under Cheniere's Amended and Restated 2003 Stock Incentive Plan, as determined by the Compensation Committee;
- o health, life, disability and other insurance and/or benefits; and
- o vacation, paid sick leave and all other employee benefits.

The following table sets forth the 2006 annual base salary amounts for each of Cheniere's executive officers:

| Executive Officer<br>-----   | 2006 Annual<br>Base Salary<br>----- |
|--|-------------------------------------|
| Charif Souki<br>Chairman and Chief Executive Officer                                   | \$550,000                           |
| Stanley C. Horton<br>President and<br>Chief Operating Officer                          | \$425,000                           |
| Walter L. Williams<br>Vice Chairman  | \$250,000                           |
| David B. Gorte*<br>Senior Vice President and<br>Chief Risk Officer                     | \$240,000                           |
| Jonathan S. Gross<br>Senior Vice President -<br>Exploration                            | \$250,000                           |
| Zurab S. Kobiashvili<br>Senior Vice President &<br>General Counsel                     | \$250,000                           |
| Keith M. Meyer<br>Senior Vice President - LNG  | \$250,000                           |
| Don A. Turkleson<br>Senior Vice President,<br>Chief Financial Officer<br>and Secretary | \$250,000                           |

\*Mr. Gorte's expected date of employment is August 21, 2006.