
**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): October 23, 2006

CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

1-16383
(Commission File Number)

95-4352386
(I.R.S. Employer
Identification No.)

717 Texas Avenue
Suite 3100
Houston, Texas
(Address of principal executive offices)

77002
(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))
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Item 7.01 Regulation FD Disclosure.

On October 23, 2006, Cheniere Energy, Inc. issued a press release announcing the intent to offer senior secured notes in a private placement. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release, dated October 23, 2006 (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: October 23, 2006

CHENIERE ENERGY, INC.

By: /s/ Zurab S. Kobiashvili

Name: Zurab S. Kobiashvili

Title: Senior Vice President and General Counsel

EXHIBIT INDEX

**Exhibit
Number**

Description

99.1

Press Release, dated October 23, 2006 (filed herewith).

CHENIERE ENERGY, INC. NEWS RELEASE

CONTACTS:
Cheniere Energy, Inc.
David Castaneda
Vice President Investor Relations
713-265-0202
Christina Cavarretta
Manager Investor Relations
713-265-0208

**Cheniere Energy Announces Proposed \$2.15 Billion Sabine Pass LNG, L.P. Senior Notes Offering
Proceeds to Replace Existing \$1.5 Billion Project Finance Facility and \$600 Million Term Notes**

Houston, Texas – October 23, 2006 – Cheniere Energy, Inc. (AMEX: LNG) announced today that its wholly-owned subsidiary, Sabine Pass LNG, L.P., intends to offer, subject to market and other conditions, approximately \$2.15 billion of senior secured notes due 2013 and 2016. The notes will be offered and sold in the United States only to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”), and in offshore transactions to non-United States persons in reliance on Regulation S under the Securities Act.

The proceeds of the offering are intended to be used: to repay borrowings under, and replace, the existing \$1.5 billion project finance facility of Sabine Pass LNG; to distribute funds sufficient for Cheniere LNG Holdings, LLC to repay its \$600 million of term debt; to fund a reserve account for scheduled interest payments on the notes through May 2009; to fund the remaining costs to complete Phase 1 and Phase 2–Stage 1 of the Sabine Pass LNG receiving terminal; to pay transaction costs and expenses; and for other general business purposes.

The notes being offered by Sabine Pass LNG will not be registered under the Securities Act or any state securities laws and, unless so registered, may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act and applicable state securities laws.

This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any security and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful.

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, statements regarding the business strategy, plans and objectives of Cheniere or Sabine Pass LNG. 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. The actual results for Cheniere or Sabine Pass LNG could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including market conditions and other risks typically associated with securities offerings. In particular, the forward-looking statements of Cheniere or Sabine Pass LNG are subject to the risks and uncertainties 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.

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