

**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): November 14, 2007

**CHENIERE ENERGY PARTNERS, L.P.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**1-33366**

(Commission File Number)

**20-5913059**

(I.R.S. Employer Identification No.)

**700 Milam Street  
Suite 800  
Houston, Texas**

(Address of principal executive offices)

**77002**

(Zip Code)

Registrant's telephone number, including area code: **(713) 375-5000**

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 240.13e-4(c))
  - 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 November 14, 2007, Cheniere Energy Partners, L.P. presented its corporate presentation. The corporate presentation is attached as Exhibit 99.1 to this report and is incorporated by reference into this Item 7.01.

The information included in this Item 7.01 of this Current Report on Form 8-K shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Corporate presentation, dated November 14, 2007.

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 PARTNERS, L.P.

By: Cheniere Energy Partners GP, LLC,  
its general partner

Date: November 14, 2007

By: /s/ Don A. Turkleson  
Name: Don A. Turkleson  
Title: Senior Vice President and Chief Financial Officer

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EXHIBIT INDEX

**Exhibit  
Number**

**Description**

99.1

Corporate presentation, dated November 14, 2007.\*

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\*Filed herewith

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# CHENIERE ENERGY PARTNERS, L.P.

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\* Sabine Pass LNG, L.P.  
Cheniere Energy Partners, L.P.  
Cheniere Energy, Inc. 91%



\*Corpus Christi LNG, LLC  
Cheniere Energy, Inc. 100%



\*Creole Trail LNG, L.P.  
Cheniere Energy, Inc. 100%



\*Freeport LNG Development, L.P.  
Cheniere Energy, Inc. 30%

## Cheniere Energy Partners November 2007



\*Artist's Rendition

**CHENIERE**  

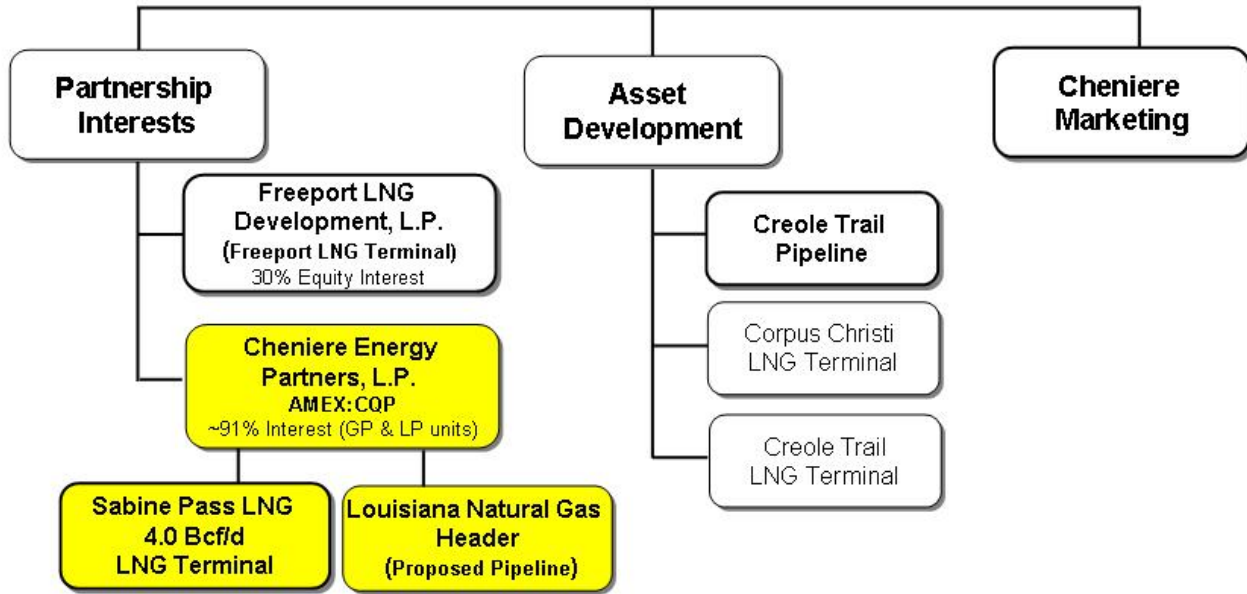

# Safe Harbor Act

This presentation contains certain statements that are, or may be deemed to be, "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act. All statements, other than statements of historical facts, included herein are "forward-looking statements." Included among "forward-looking statements" are, among other things:

- statements that we expect to commence or complete construction of each or any of our proposed liquefied natural gas, or LNG, receiving terminals by certain dates, or at all;
- statements that we expect to receive authorization from the Federal Energy Regulatory Commission, or FERC, to construct and operate proposed LNG receiving terminals by a certain date, or at all;
- statements regarding future levels of domestic natural gas production and consumption, or the future level of LNG imports into North America, or regarding projected future capacity of liquefaction or regasification, liquifaction utilization or total monthly LNG trade facilities worldwide, regardless of the source of such information;
- statements regarding any financing transactions or arrangements, whether on the part of Cheniere or at the project level;
- statements relating to the construction of our proposed LNG receiving terminals, including statements concerning estimated costs, and the engagement of any EPC contractor;
- statements regarding any Terminal Use Agreement, or TUA, or other commercial arrangements presently contracted, optioned, marketed or potential arrangements to be performed substantially in the future, including any cash distributions and revenues anticipated to be received; statements regarding the commercial terms and potential revenues from activities described in this presentation;
- statements regarding the commercial terms or potential revenue from any arrangements which may arise from the marketing of uncommitted capacity from any of the terminals, including the Creole Trail and Corpus Christi terminals which do not currently have contractual commitments;
- statements regarding the commercial terms or potential revenue from any arrangement relating to the proposed contracting for excess or expansion capacity for the Sabine Pass LNG Terminal or the Indexed Purchase Agreement ("IPA") or LNG spot purchase examples described in this presentation;
- statements that our proposed LNG receiving terminals, when completed, will have certain characteristics, including amounts of regasification and storage capacities, a number of storage tanks and docks and pipeline interconnections;
- statements regarding Cheniere and Cheniere Marketing forecasts, and any potential revenues and capital expenditures which may be derived from any of Cheniere business groups;
- statements regarding Cheniere Pipeline Company, and the capital expenditures and potential revenues related to this business group; statements regarding our proposed LNG receiving terminals' access to existing pipelines, and their ability to obtain transportation capacity on existing pipelines; statements regarding the Louisiana Natural Gas Header, and its potential business opportunities;
- statements regarding possible expansions of the currently projected size of any of our proposed LNG receiving terminals;
- statements regarding the payment by Cheniere Energy Partners, L.P. of cash distributions;
- statements regarding our business strategy, our business plan or any other plans, forecasts, examples, models, or objectives; any or all of which are subject to change;
- statements regarding estimated corporate overhead expenses; and
- any other statements that relate to non-historical information.

These forward-looking statements are often identified by the use of terms and phrases such as "achieve," "anticipate," "believe," "estimate," "example," "expect," "forecast," "opportunities," "plan," "potential," "project," "propose," "subject to," and similar terms and phrases. Although we believe 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. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. Our 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 "Risk Factors" in the Cheniere Energy, Inc. Annual Report on Form 10-K for the year ended December 31, 2006, which are incorporated by reference into this presentation. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these "Risk Factors". These forward-looking statements are made as of the date of this presentation, and we undertake no obligation to publicly update or revise any forward-looking statements.

# Value Drivers



# CQP Investment Highlights

- Stable, 20-year cash flows under take-or-pay contracts
- Strong natural gas fundamentals support increased LNG imports
- Largest LNG receiving terminal in North America when complete
- Fully-funded construction costs; leading EPC contractors
- Focusing on strategic development projects
- Strong sponsorship from parent supported by >90% ownership
- Experienced management team



# Sabine Pass LNG 4 Bcf/d Receiving Terminal

- **Land**
  - 853 acres in Cameron Parish, LA
- **Accessibility – Deep Water Ship Channel**
  - Sabine River Channel dredged to 40 feet
- **Proximity**
  - 3.7 nautical miles from coast
  - 22.8 nautical miles from outer buoy
- **Berthing/Unloading**
  - 2 docks
  - LNGCs up to 265,000 cm
  - 4 dedicated tugs
- **Storage**
  - Phase I: 3 x 160,000 cm (10.1 Bcfe)
  - Phase II: 2 x 160,000 cm (6.7 Bcfe)
- **Vaporization**
  - Phase I: 2.6 Bcf/d
  - Phase II: 1.4 Bcf/d
- **Potential Pipeline Access (Interstate)**
  - Access to NE, MW, SE, & Mid-Atlantic markets
  - ~14 Bcf/d Within 150 Miles
- **Regional Market - Strong Gas Demand**
  - Port Arthur, Beaumont, Orange, Lake Charles

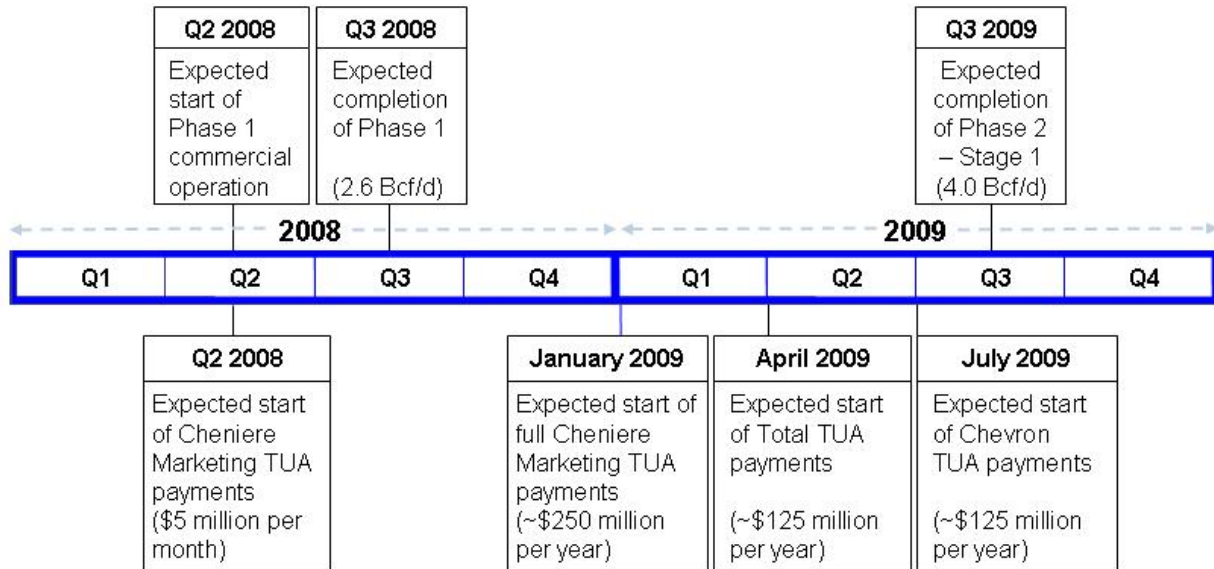




# Sabine Pass Terminal Update November 2007






# Key Milestones



# Agreements Provide Stable Cash Flows

20-year Terminal Use Agreements provide visibility for cash distributions.

	 <b>TOTAL LNG</b>	 <b>Chevron USA</b>	 <b>Cheniere Marketing</b>
<b>Capacity</b>	1.0 Bcf/d	1.0 Bcf/d	2.0 Bcf/d
<b>Fees<sup>(1)</sup></b>			
Reservation Fee <sup>(2)</sup>	\$0.28/MMBTU	\$0.28/MMBTU	\$0.28/MMBTU
Opex Fee <sup>(3)</sup>	\$0.04/MMBTU	\$0.04/MMBTU	\$0.04/MMBTU
<b>2010 Full-Year Revenues</b>	~\$126 million	~\$130 million	~\$256 million
<b>Term</b>	20 years	20 years	20 years
<b>Guarantor</b>	Total S.A.	Chevron Corp.	Cheniere
<b>Guarantor Credit Rating</b>	Aa1/AA	Aa2/AA	NR/B
<b>Payment Start Date</b>	April 1, 2009 <sup>(4)</sup>	July 1, 2009 <sup>(4)</sup>	April 1, 2008 <sup>(4)(5)</sup>

(1) Fees do not vary with the actual quantity of LNG processed; tax reimbursement not included in the fees.

(2) No inflation adjustments.

(3) Subject to annual inflation adjustment.

(4) Subject to terminal completion.

(5) Cheniere Marketing TUA payments for 2008 will be \$5.0 million per month and will increase to \$0.32/MMBtu starting 1/1/09.

# Estimated CQP Cash Flow Summary

Phase 1  
Completed

Phase 2  
Completed

(US\$ Millions)	For the twelve months ended December 31,			
	2007e	2008e	2009e	2010e <sup>(1)</sup>
Revenue	\$0	\$48	\$415	\$511
EBITDA	(13)	9	369	461
Cash Received from Sabine Pass	0	0	257	308
Annual Distributions to Unit Holders	34	46	257	281
Reserve Account Balance	\$66	\$22	--	--
Quarterly Cash Distributions per Unit	\$0.425	\$0.425	\$0.425	\$0.425

(1) Twelve months ended June 30, 2010.

# Target Market Access





# Development Projects

- **Fuel Efficiency Projects at Sabine Pass LNG**
  - Waste Heat Recovery and Ambient Air Vaporizers (AAV)
  - Maximizes plant fuel efficiency
  - Developed over next few years, expected in-service 2010 – 2011
  - Funding from excess cash and financing
  
- **Louisiana Natural Gas Header**
  - Proposed pipeline extending from Louisiana to Alabama

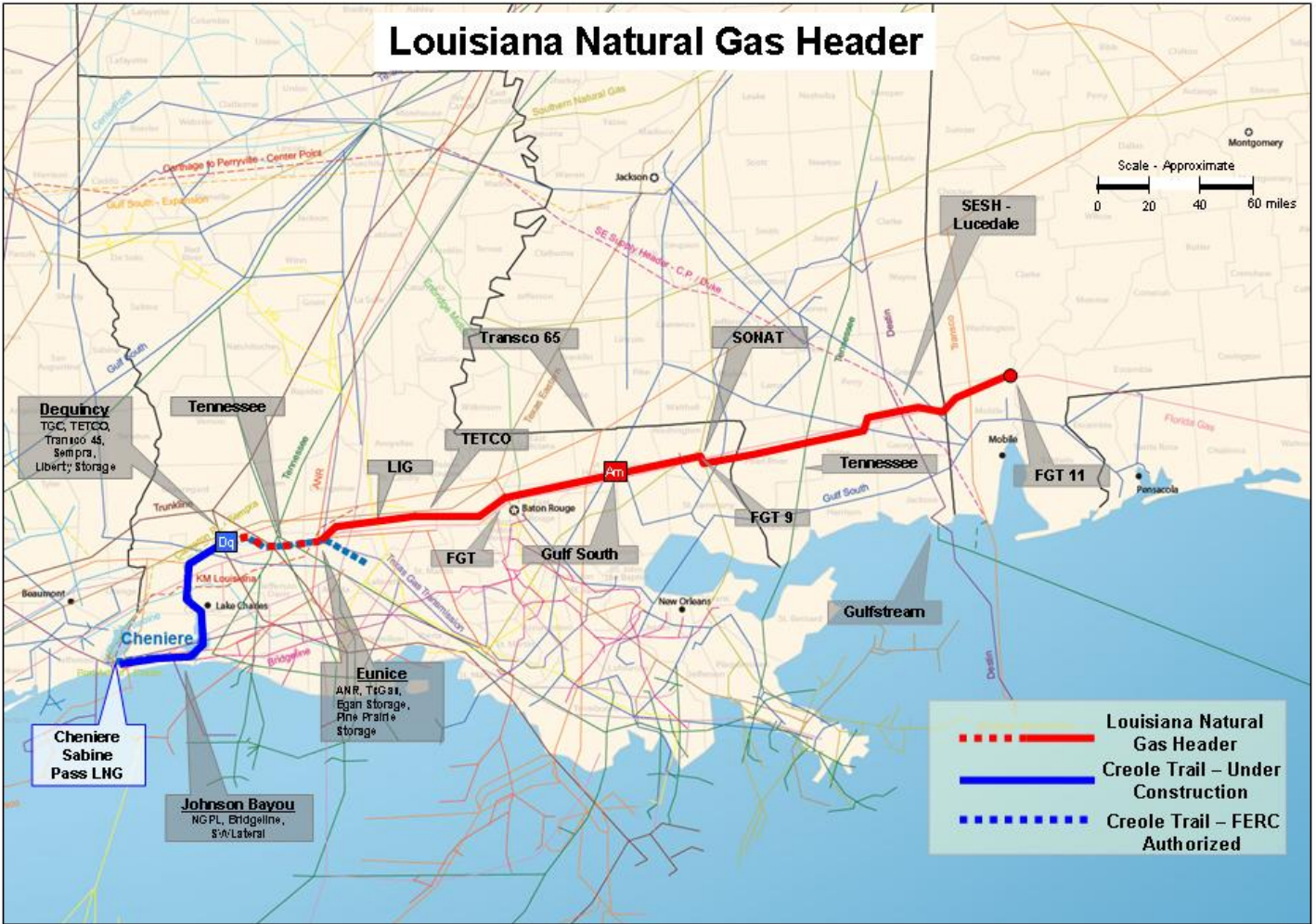
# Louisiana Natural Gas Header

## Proposed Pipeline

- After construction completion it will provide supply diversity
  - Access to new and existing LNG gas supply in and around Louisiana; nearly 10 Bcf/d regas capacity by 2010
  - Access to traditional offshore, onshore and recently developed unconventional supply
- Connect to growing Southeast demand markets
  - Natural gas demand expected to increase driven by electric generation
  - Incremental natural gas necessary to satisfy new electric generation in Florida alone is estimated at 1Bcf/d
- ~330-mile long proposed interstate pipeline system comprised of both 42-inch and 36-inch diameter pipeline
- Expected in-service date as early as mid 2010
- Non-binding open season held from November 15 to January 15 to gauge prospective shipper interest



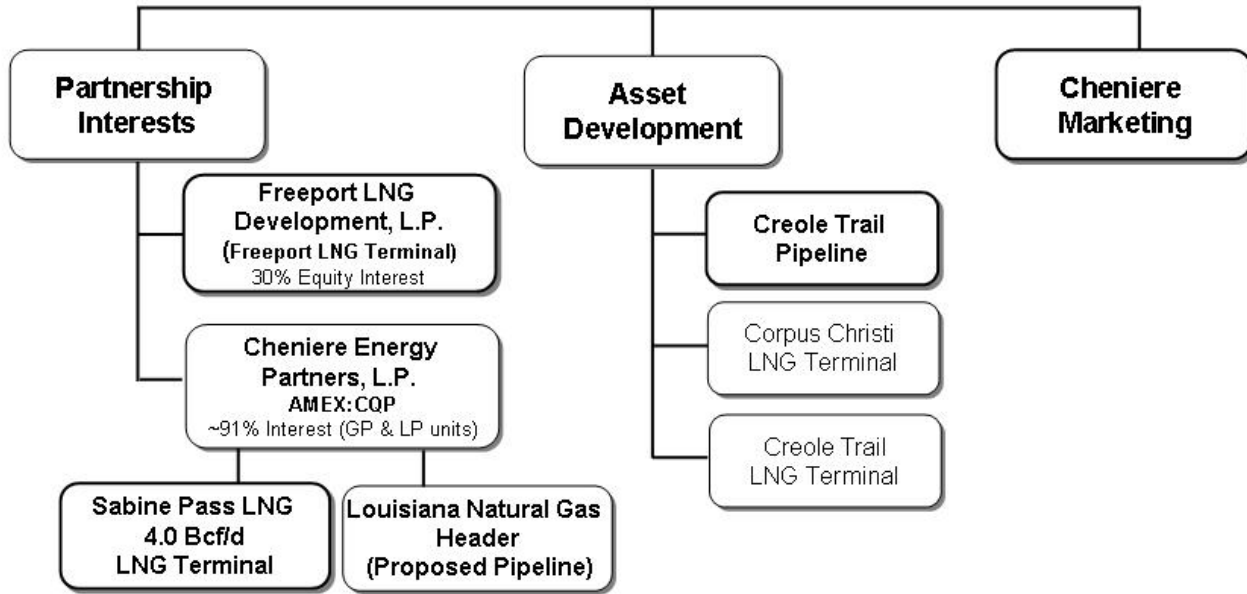
# Louisiana Natural Gas Header





# Cheniere Energy, Inc.

# Value Drivers



# Freeport LNG Development, L.P.

Cheniere Energy, Inc. 30%



Sold – Terminal Use Agreement (TUA)	Capacity Bcf/d	Est. Annual Distribution to Cheniere Energy, Inc.*
Conoco	0.9	~ \$15 MM
Dow	0.5	
Mitsubishi	0.15	

\* Expect to begin cash distributions in 3<sup>rd</sup> quarter 2008





Potential Pipeline Interconnects:

- Gulf Coast Markets
- Northeast Markets
- Southeast Markets
- Midwest / Great Lakes Markets
- ▲ Connects with Henry Hub

- Creole Trail – MP 58\*
- ... Creole Trail – Phase II

# Creole Trail Pipeline



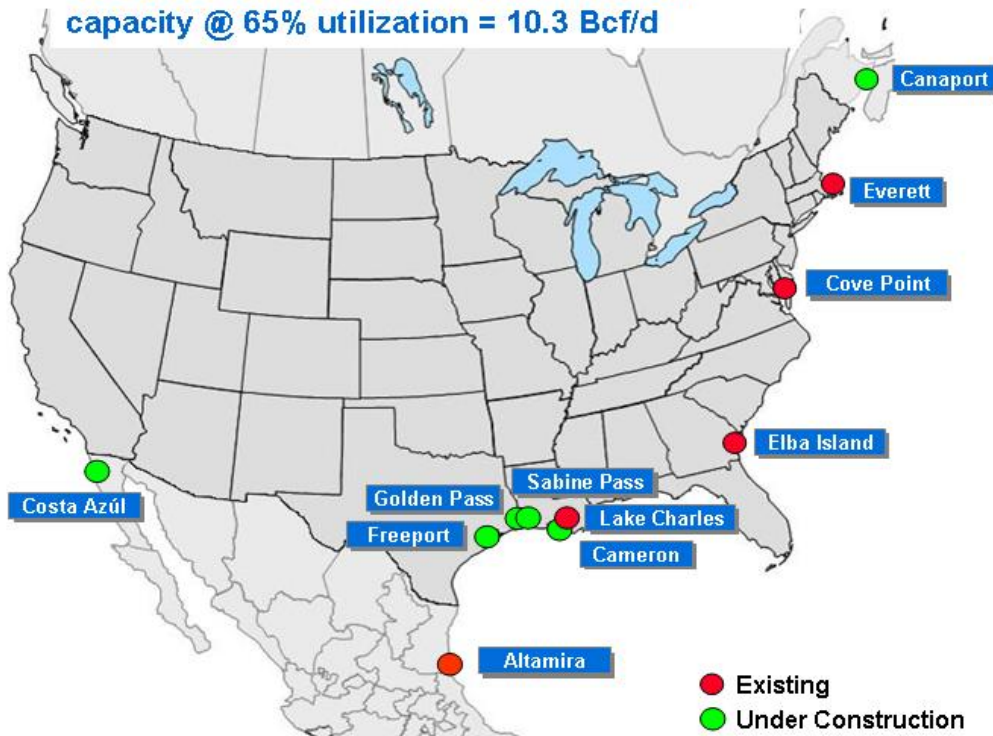
# Cheniere Marketing



**Global Market : Global Organization**  
**Maximizing the value of Cheniere's infrastructure network**

# North America Onshore Regasification Capacity By 2010

15.8 Bcf/d North American Atlantic Basin capacity @ 65% utilization = 10.3 Bcf/d



Terminal Capacity Holder	Baseload Sendout (MMcf/d)
Canaport Irving, Repsol	1,000
Everett - Suez	700
Cove Point BP, Statoil, Shell	1,800
Elba Island BG, Marathon, Shell	800
Lake Charles - BG	1,800
Freeport ConocoPhillips, Dow	1,500
Sabine Pass Total, Chevron, Cheniere	4,000
Cameron Sempra, ENI	1,500
Golden Pass ExxonMobil, ConocoPhillips, QP	2,000
Altamira Shell, Total	700
Costa Azul Shell, Sempra	1,000
<b>Total</b>	<b>16,800</b>



# Next Generation of Terminals

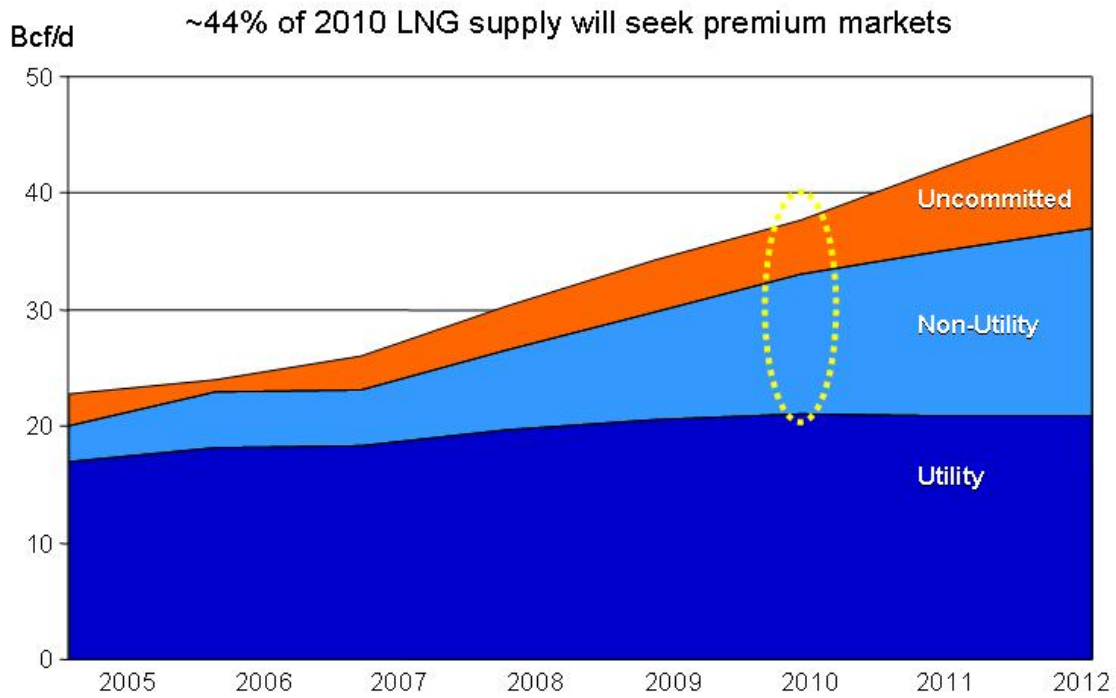
## Including Some Terminals Under Construction

- No ground breaking of a new LNG terminal in the U.S in 2007
  - Mobilization of Notice to Proceed to in-service is 48 months - 2012 at earliest
- Higher construction costs: ~ \$1 billion for 1 Bcf/d
- Utilization constraints:
  - Operational:
    - Marine access
    - Pipeline takeaway
    - Storage
  - Market size and access
    - Affects regional price basis
  - Seasonality
- Estimated Regas hurdle rate for new projects: \$0.75 - \$1.00 / MMBtu

Note: The above are Cheniere's estimates concerning the construction and utilization of the next generation of LNG terminals



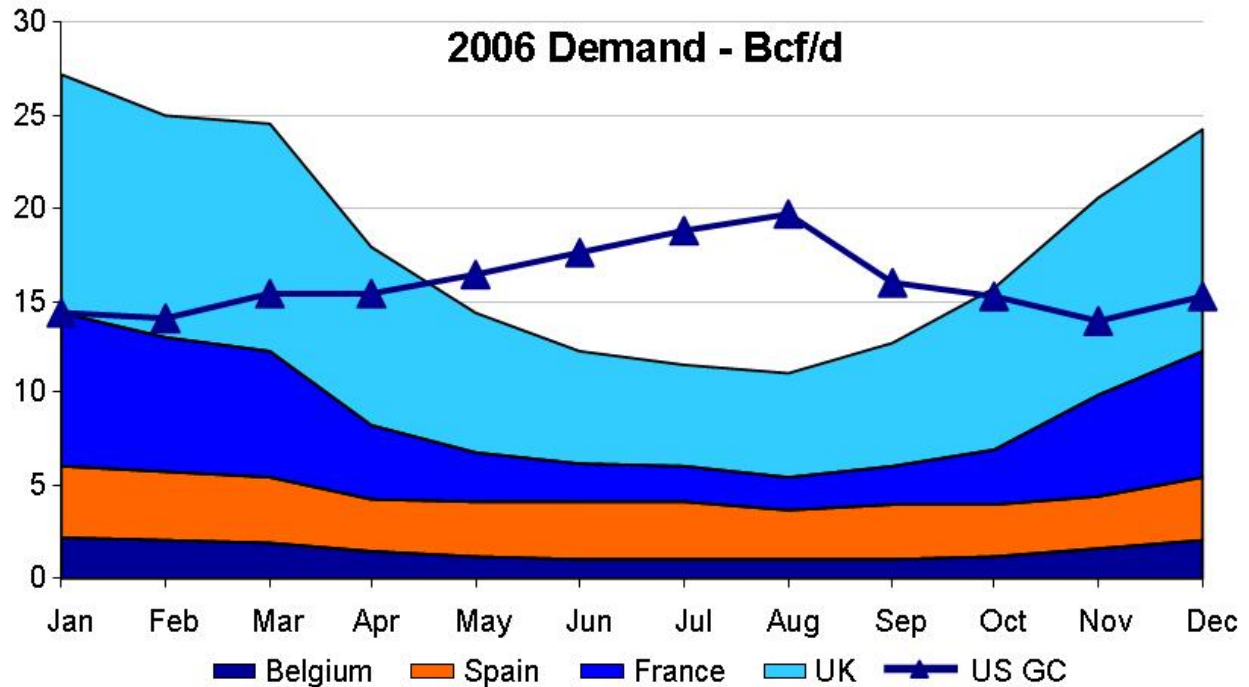
# Contractual Trends Away from Utilities



Source: Estimates according to Cheniere Research

# Demand Seasonality

- Gas demand is growing in seasonal markets that cannot service their swing with storage
- The U.S. Gulf Coast provides a complementary market to baseload European LNG buyers

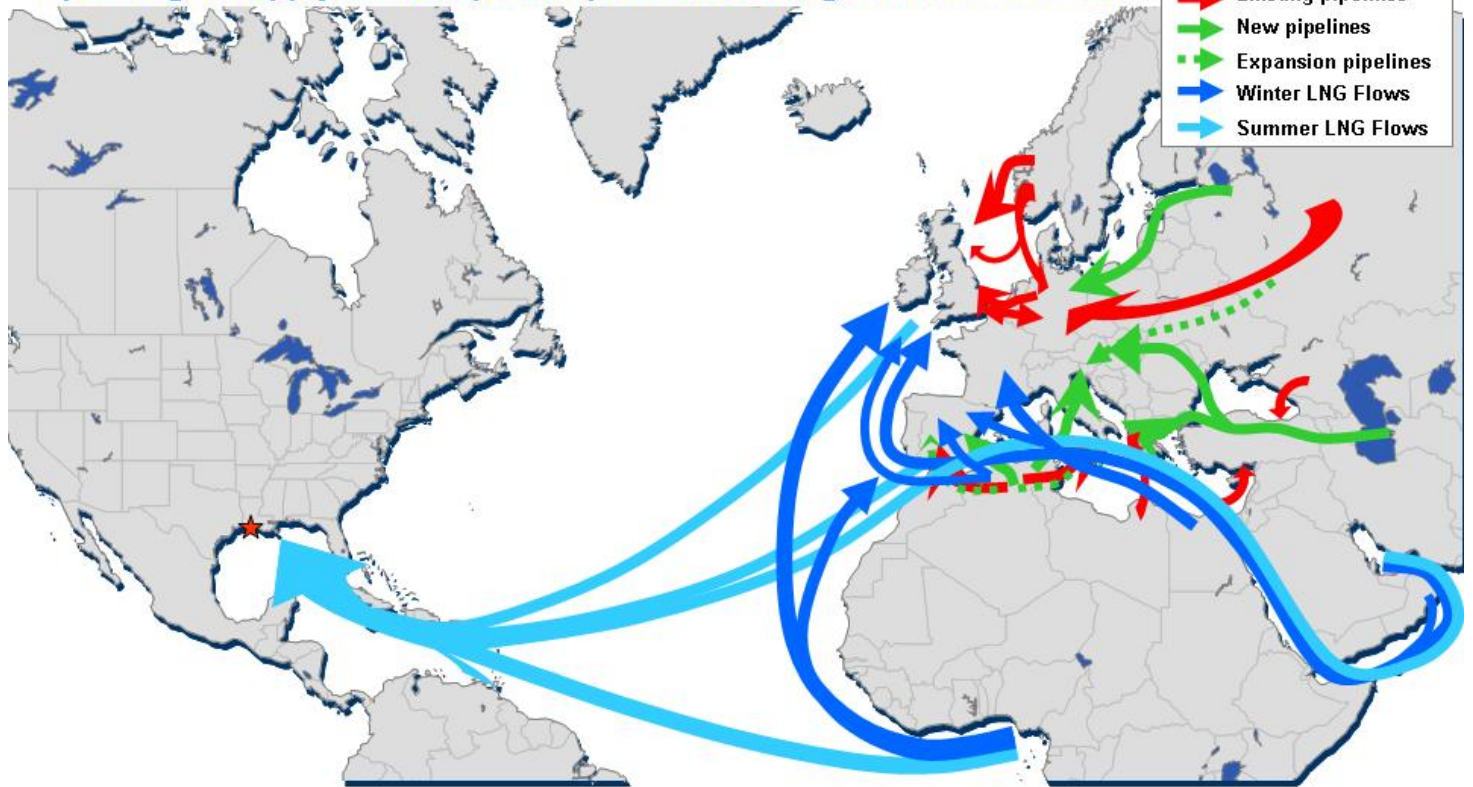


Source: IEA



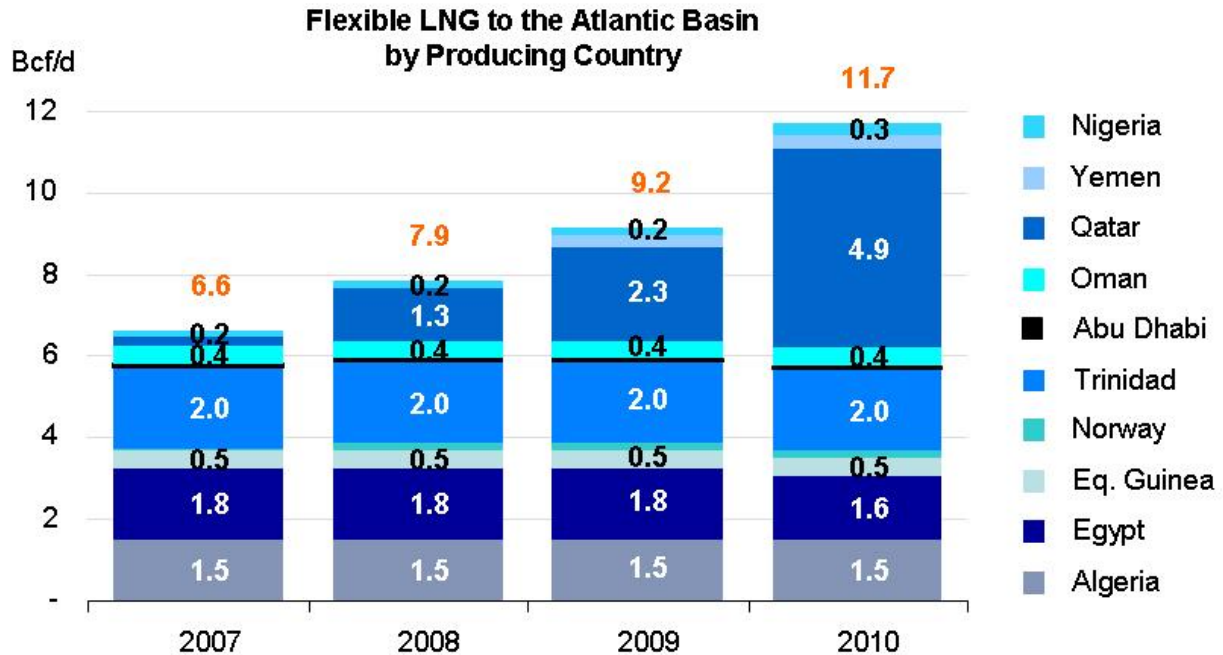
# Gulf Coast is Ideal LNG Destination

Pipeline gas supply will compete to push LNG to higher value markets



# Flexible LNG to the Atlantic Basin

- 12 Bcf/d of LNG with access to Atlantic Basin has destination flexibility
- Additional volumes could become flexible should the contract parties agree





# Cheniere Marketing Strategy

## Maximize Value of 2 Bcf/d Terminal Capacity

### Term Contracts: Indexed Purchase Agreements (IPA)

- 1 Bcf/d by 2010
  - 12 Bcf/d of undecided gas globally
- 86% of Henry Hub  
(94% - 65 cents; GdF transaction)
- Seek to capture portion of redirect rights
  - Estimate 30 cargoes annually

### Spot Market:

- 1 Bcf/d portion
- Seek to capture arbitrage value of HH vs NBP
- LNG Gateway: ~ 60 to 100 cargoes annually

**Note:** The above outlines the current strategy of Cheniere Marketing, which is subject to change.  
Please refer to Page 2 of this presentation.

# Conclusion

- Stable, 20-year cash flows under take-or-pay contracts
- Strong natural gas fundamentals support increased LNG imports
- Largest LNG receiving terminal in North America when complete
- Fully-funded construction costs; leading EPC contractors
- Focusing on strategic development projects
- Strong sponsorship from parent supported by >90% ownership
- Experienced management team