

Edgar Filing: CHENIERE ENERGY INC - Form 8-K

CHENIERE ENERGY INC  
Form 8-K  
December 14, 2005

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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): December 8, 2005

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.)
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717 Texas Avenue Suite 3100 Houston, Texas (Address of principal executive offices)	77002 (Zip Code)
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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 1.01 Entry into a Material Definitive Agreement.

On December 8, 2005, the Board of Directors (the "Board") of Cheniere

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Energy, Inc. (the "Company") compensated each non-employee director of the Company for the period from May 2005 through May 2006 in the amount of \$100,000, payable in shares of the Company's restricted stock. An additional payment of \$20,000 in the form of restricted stock was approved for the chairman of the Audit Committee and the chairman of the Compensation Committee. The number of shares of restricted stock issued was determined based on the closing price of the Company's common stock as reported on the American Stock Exchange on December 8, 2005, discounted by 25%. Vesting will occur for one-third of the shares on each anniversary of the date of grant beginning on December 8, 2006. A summary of the compensation paid to non-employee directors in the form of restricted stock is attached hereto as Exhibit 10.1, which is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

c) Exhibits

Exhibit Number -----	Description -----
10.1	Summary of Compensation to Non-Employee Directors (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: December 14, 2005

By: /s/ Don A. Turkleson

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

### EXHIBIT INDEX

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