

MANDEL STEPHEN F JR
Form 3
June 01, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|--------------------------------------|--|--|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| Â LONE PINE CAPITAL LLC | | | (Month/Day/Year) | | KINDER MORGAN, INC. [KMI] | |
| (Last) | (First) | (Middle) | 05/25/2012 | | 4. Relationship of Reporting Person(s) to Issuer | |
| TWO GREENWICH PLZ,Â 2ND FLOOR | | | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (Street) | | | | | (Check all applicable) | |
| GREENWICH,Â CTÂ 06830 | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | | | ___ Form filed by One Reporting Person | |
| | | | | | _X_ Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|
| Class P Common Stock, par value \$0.01 per share | 17,624,581 | I (1) (2) (3) | See Footnotes (1) (2) (3) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|----------------------------------|------------------|-----------------|--|----------------------------|----------|---------------------------------------|---------------------------|
| Common Stock | | | Class P Common Stock, par value \$0.01 per share | | | | |
| Purchase Warrants (right to buy) | 05/25/2012 | 05/25/2017 | | 54,156,255 | \$ 40 | I (1) (2) (3) | See Footnotes (1) (2) (3) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LONE PINE CAPITAL LLC TWO GREENWICH PLZ 2ND FLOOR GREENWICH, CT 06830 | Â | Â X | Â | Â |
| MANDEL STEPHEN F JR C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH, CT 06830 | Â | Â X | Â | Â |

Signatures

Lone Pine Capital LLC, /s/ Stephen F. Mandel, Jr., Managing Member of Lone Pine Managing Member LLC, as the Managing Member of Lone Pine Capital LLC

06/01/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The shares of the Issuer's Class P Common Stock, par value \$0.01 per share (the "Common Stock") and the Common Stock Purchase Warrants (the "Warrants"), to which this note relates are held directly by Lone Spruce, L.P., a Delaware limited partnership ("Lone Spruce"); Lone Balsam, L.P., a Delaware limited partnership ("Lone Balsam"); Lone Sequoia, L.P., a Delaware limited partnership ("Lone Sequoia"); Lone Cascade, L.P., a Delaware limited partnership ("Lone Cascade"); Lone Sierra, L.P., a Delaware limited partnership ("Lone Sierra"); Lone Cypress, Ltd., a Cayman Islands exempted company ("Lone Cypress"); Lone Kauri, Ltd., a Cayman Islands exempted company ("Lone Kauri"); and Lone Monterey Master Fund, Ltd., a Cayman Islands exempted company ("Lone Monterey", and together with Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade, Lone Sierra, Lone Cypress and Lone Kauri, the "Lone Pine Funds").

(2) Lone Pine Capital LLC, a Delaware limited liability company ("Lone Pine Capital") serves as investment manager to, and has investment discretion over the shares of Common Stock and the Warrants held by the Lone Pine Funds. Stephen F. Mandel, Jr. is the managing member of Lone Pine Managing Member LLC, which is the Managing Member of Lone Pine Capital.

(3) Lone Pine Capital and Stephen F. Mandel, Jr. each disclaim any beneficial ownership of any of the Issuer's securities to which this Form 3 relates for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, except as to such securities in which each such person may be deemed to have an indirect pecuniary interest pursuant to Rule 16a-1(a)(2).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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