

MANDEL STEPHEN F JR

Form 3

June 01, 2012

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â LONE PINE CAPITAL LLC

(Last)

(First)

(Middle)

TWO GREENWICH
PLZ,Â 2ND FLOOR

(Street)

GREENWICH,Â CTÂ 06830

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/25/2012

3. Issuer Name **and** Ticker or Trading Symbol
KINDER MORGAN, INC. [KMI]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
____ 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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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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
Derivative5. 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				
Purchase Warrants (right to buy)	05/25/2012	05/25/2017	Stock, par value \$0.01 per share	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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