

NUTTALL SCOTT C

Form 4

October 03, 2018

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NUTTALL SCOTT C

(Last) (First) (Middle)

C/O KKR & CO. INC., 9 WEST  
57TH STREET, SUITE 4200

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

KKR &amp; Co. Inc. [KKR]

3. Date of Earliest Transaction  
(Month/Day/Year)

10/01/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Co-President &amp; Co-COO

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Class A<br>Common<br>Stock            | 10/01/2018                              |   | M                                    | 150,000   | A <u>(1)</u>   | 704,761   | D   |
| Class A<br>Common<br>Stock            | 10/01/2018                              |   | F                                    | 74,329  | D \$<br>27.27  | 630,432   | D   |
| Class A<br>Common<br>Stock            |   |   |                                      |   |  | 1,000,000   | I   |
| Class A<br>Common<br>Stock            |   |   |                                      |   |  | 6,722   | I   |
|                                       |   |   |                                      |   |  |   | See<br>Footnote<br>(2)  |
|                                       |   |   |                                      |   |  |   | By Trust  |

Stock

Class A  
Common  
Stock

2,782 I

By  
Limited  
Liability  
Company

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                            |                                  |
|---|---|---|---|---|---|--|-----|---|--------------------|----------------------------|----------------------------------|
|   |   |   |   | Code                                    | V   | (A)  | (D) | Date<br>Exercisable   | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |
| Restricted<br>Stock<br>Units                        | (1)   | 10/01/2018                              |   | M                                       |   | 150,000  |     | (1)(3)  | (1)(3)             | Class A<br>Common<br>Stock | 150,000                          |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| NUTTALL SCOTT C<br>C/O KKR & CO. INC.<br>9 WEST 57TH STREET, SUITE 4200<br>NEW YORK, NY 10019 | Co-President & Co-COO            |

## Signatures

/s/ Christopher Lee,  
Attorney-in-fact 10/03/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) 150,000 restricted stock units of KKR & Co. Inc. vested on October 1, 2018 and were settled for Class A common stock of KKR & Co. Inc. on a one-for-one basis.

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- (2) These shares of Class A common stock are being held by the limited partnership controlled by the Reporting Person solely for purposes of future charitable donations.

- (3) Of the 1,636,042 restricted stock units, (i) 286,042 units will vest in equal annual installments over a three-year period with the initial vesting on April 1, 2019 and (i) 1,350,000 units will vest in four annual installments on October 1 of each year as follows: 225,000 units in 2019, 300,000 units in 2020, 375,000 units in 2021 and 450,000 units in 2022.

### Remarks:

On July 1, 2018, KKR & Co. L.P., a Delaware limited partnership, converted into a Delaware corporation named KKR & Co.

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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