

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

### Part I Reporting Issuer

1 Issuer's name <b>CHENIERE ENERGY PARTNERS LP HOLDINGS, LLC</b>		2 Issuer's employer identification number (EIN) <b>36-4767730</b>	
3 Name of contact for additional information <b>PAMELA ABOWD</b>	4 Telephone No. of contact <b>713-375-5000</b>	5 Email address of contact <b>PAMELA.ABOWD@CHENIERE.COM</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>700 MILAM STREET, SUITE 1900</b>		7 City, town, or post office, state, and Zip code of contact <b>HOUSTON, TX 77002</b>	
8 Date of action <b>SEE PART II, LINE 14</b>		9 Classification and description <b>DISTRIBUTION TO SHAREHOLDERS</b>	
10 CUSIP number <b>16411W 108</b>	11 Serial number(s) <b>N/A</b>	12 Ticker symbol <b>CQH</b>	13 Account number(s) <b>N/A</b>

### Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **During calendar year 2016, Cheniere Energy Partners LP Holdings, LLC declared and paid distributions to shareholders of its common stock that included a return of capital component as follows:**

Declaration Date	Record Date	Payment Date	Total Distribution per share
<b>2/9/2016</b>	<b>2/19/2016</b>	<b>2/29/2016</b>	<b>\$0.020</b>
<b>5/6/2016</b>	<b>5/17/2016</b>	<b>5/27/2016</b>	<b>\$0.020</b>
<b>8/5/2016</b>	<b>8/16/2016</b>	<b>8/26/2016</b>	<b>\$0.020</b>
<b>11/8/2016</b>	<b>11/18/2016</b>	<b>11/29/2016</b>	<b>\$0.020</b>

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **Cheniere Energy Partners LP Holdings, LLC has determined that each of the distributions described above should be treated as a return of capital pursuant to IRC Section 301(c)(2) and applied as a reduction to the adjusted tax basis of a shareholder's stock. To the extent the return of capital amount exceeds the adjusted tax basis of a shareholder's stock, the excess is treated as capital gain pursuant to IRC Section 301(c)(3). At this time, based upon reasonable assumptions, Cheniere Energy Partners LP Holdings, LLC has determined that the following per share amounts should be treated as a return of capital and applied as a reduction to the basis of a shareholder's stock:**

Declaration Date	Record Date	Payment Date	Total Distribution per share	Return of Capital per share
<b>2/9/2016</b>	<b>2/19/2016</b>	<b>2/29/2016</b>	<b>\$0.020</b>	<b>\$0.020</b>
<b>5/6/2016</b>	<b>5/17/2016</b>	<b>5/27/2016</b>	<b>\$0.020</b>	<b>\$0.020</b>
<b>8/5/2016</b>	<b>8/16/2016</b>	<b>8/26/2016</b>	<b>\$0.020</b>	<b>\$0.020</b>
<b>11/8/2016</b>	<b>11/18/2016</b>	<b>11/29/2016</b>	<b>\$0.020</b>	<b>\$0.020</b>

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **An analysis of the issuer's current and accumulated earnings and profits was performed. The portion of each distribution that exceeded current and accumulated earnings & profits was treated as a return of capital.**

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶

**IRC Section 301(c)**

**IRC Section 312**

**IRC Section 316(a)**

18 Can any resulting loss be recognized? ▶ **N/A**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **The reportable tax year of distribution is 2016. Actual return of capital will be reflected on the taxpayer's 2016 form 1099.**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ *Leonard Travis*

Date ▶ 1-12-17

Print your name ▶ **Leonard Travis**

Title ▶ **VP & Chief Accounting Officer**

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054