

KINDER MORGAN, INC.

Form 4/A

June 22, 2012

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5Check 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GS ADVISORS V, L.L.C.2. Issuer Name and Ticker or Trading
Symbol

KINDER MORGAN, INC. [KMI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

200 WEST STREET

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

05/30/2012

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

(Street)

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

06/13/2012

6. Individual or Joint/Group Filing(Check
Applicable Line)☐ Form filed by One Reporting Person
☒ Form filed by More than One Reporting
Person

NEW YORK, NY 10282

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)

Edgar Filing: KINDER MORGAN, INC. - Form 4/A

Derivative Security			(D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number Shares
			Code	V (A) (D)				
Warrants (right to buy)	\$ 40	05/30/2012	J ⁽²⁾	361,881 ⁽³⁾	05/30/2012	05/25/2017	Class P Common Stock	361,881
Warrants (right to buy)	\$ 40	06/06/2012	P ⁽³⁾	32 ⁽⁴⁾	05/30/2012	05/25/2017	Class P Common Stock	32
Warrants (right to buy)	\$ 40	06/06/2012	S ⁽³⁾	1,274 ⁽⁴⁾	05/30/2012	05/25/2017	Class P Common Stock	1,274

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GS ADVISORS V, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GSCP VI Offshore Advisors, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GS Advisors VI, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GS Infrastructure Advisors 2006 L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GSCP KMI Advisors, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GSCP V ADVISORS, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
GSCP VI Advisors, L.L.C. 200 WEST STREET NEW YORK, NY 10282		X		
		X		

GS KMI Advisors, L.L.C.
200 WEST STREET
NEW YORK, NY 10282

GS CAPITAL PARTNERS V GMBH & CO. KG
200 WEST STREET
NEW YORK, NY 10282

X

GSCP V GmbH Knight Holdings
200 WEST STREET
NEW YORK, NY 10282

X

Signatures

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__Signature of Reporting Person Date

/s/ Yvette Kasic,
Attorney-in-fact 06/22/2012

__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) See Exhibit 99.1 for text of footnote (1).

(2) See Exhibit 99.1 for text of footnote (2).

(3) See Exhibit 99.1 for text of footnote (3).

(4) See Exhibit 99.1 for text of footnote (4).

(5) See Exhibit 99.1 for text of footnote (5).

(6) See Exhibit 99.1 for text of footnote (6).

(7) See Exhibit 99.1 for text of footnote (7).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.