

PONTARELLI KENNETH A

Form 4/A

July 06, 2012

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
PONTARELLI KENNETH A

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)
Class P Common Stock	05/30/2012		J ⁽³⁾	3 ⁽²⁾ ⁽³⁾ A ⁽³⁾ ⁽⁴⁾	238,662	I	See footnotes <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(1)</u>

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

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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	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 (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Put Option (right to sell)	\$ 20 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		11		<u>(6)</u>	07/21/2012	See footnote (7)	0
Put Option (right to sell)	\$ 21 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		11		<u>(6)</u>	07/21/2012	See footnote (7)	0
Put Option (right to sell)	\$ 22 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		11		<u>(6)</u>	07/21/2012	See footnote (7)	0
Put Option (right to sell)	\$ 25 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		11		<u>(6)</u>	07/21/2012	See footnote (7)	0
Put Option (right to sell)	\$ 7.5 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		180		<u>(6)</u>	01/19/2013	See footnote (8)	0
Put Option (right to sell)	\$ 10 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		59		<u>(6)</u>	01/19/2013	See footnote (9)	0
Put Option (obligation to buy)	\$ 12.5 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		12		<u>(6)</u>	01/19/2013	See footnote (10)	0
Put Option (obligation to buy)	\$ 15 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		168		<u>(6)</u>	01/19/2013	See footnote (11)	0
Put Option (obligation to buy)	\$ 17.5 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		3		<u>(6)</u>	01/19/2013	See footnote (12)	0
Call Option (obligation to sell)	\$ 17.5 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		6		<u>(6)</u>	01/19/2013	See footnote (13)	0
Call Option (obligation to sell)	\$ 25 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		6		<u>(6)</u>	01/19/2013	See footnote (13)	0
Call Option (obligation to sell)	\$ 30 <u>(5)</u>	05/30/2012		J <u>(2)(5)</u>		5		<u>(6)</u>	01/19/2013	See footnote (14)	0

Warrants
(right to
buy)

\$ 40

05/30/2012

J(2)(3)

361,542
(2)

05/30/2012 05/25/2017

Class P
Common
Stock

361

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PONTARELLI KENNETH A 200 WEST STREET NEW YORK, NY 10282			X	

Signatures

/s/ Yvette Kasic,
Attorney-in-fact

07/06/2012

____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).
- (8) See Exhibit 99.1 for text of footnote (8).
- (9) See Exhibit 99.1 for text of footnote (9).
- (10) See Exhibit 99.1 for text of footnote (10).
- (11) See Exhibit 99.1 for text of footnote (11).
- (12) See Exhibit 99.1 for text of footnote (12).
- (13) See Exhibit 99.1 for text of footnote (13).
- (14) See Exhibit 99.1 for text of footnote (14).

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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