Janetschek William J Form 4 April 03, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

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Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * Janetschek William J	2. Issuer Name and Ticker or Trading Symbol KKR & Co. Inc. [KKR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction				
C/O KKR & CO. INC., 9 WEST 57TH STREET, 42ND FLOOR	(Month/Day/Year) 04/01/2019	Director 10% Owned Chief Financial Officer			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
NEW YORK, NY 10019	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab l	e I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Class A Common Stock	04/01/2019		M	62,150	A	(1)	128,274	D	
Class A Common Stock	04/01/2019		F	24,163	D	\$ 23.49	104,111	D	
Class A Common Stock							100,000	I	See Footnote (2)

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

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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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date ecurities (Month/Day/Year) cquired (A) r Disposed of D) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		[
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	04/01/2019		M	62,150	<u>(1)</u>	(1)	Class A Common Stock	62,150	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Janetschek William J C/O KKR & CO. INC. 9 WEST 57TH STREET, 42ND FLOOR NEW YORK, NY 10019

Chief Financial Officer

Signatures

/s/ Christopher Lee, Attorney-in-fact 04/03/2019

**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).
- 62,150 restricted stock units of KKR & Co. Inc. vested on April 1, 2019 and were settled for shares of Class A common stock of KKR & Co. Inc. on a one-for-one basis. The remaining 63,328 restricted stock units consist of 42,908 units that will vest on April 1, 2020 and 20,420 units that will vest on April 1, 2021, and upon vesting, may be settled by delivery of shares of Class A common stock of KKR & Co. Inc. on a one-for-one basis.
- (2) These shares of Class A common stock are being held by a limited partnership controlled by the Reporting Person solely for purposes of future charitable donations.

Remarks:

Reporting Owners 2

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Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended, the Reporting Person states that this filing 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.