

CHENIERE ENERGY PARTNERS GP, LLC

Whistleblower Policy and Procedures

Purpose

To establish “whistleblower” procedures for Cheniere Energy Partners GP, LLC (the “*General Partner*”) the general partner of Cheniere Energy Partners, L.P. (the “*Partnership*”) pursuant to Section 301 of the Sarbanes-Oxley Act of 2002, Section 10A of the Securities Exchange Act of 1934, as amended, Rule 10A-3 thereunder and the charter of the Audit Committee (the “*Committee*”) of the board of directors of the General Partner.

Policy

- ◆ ***Complaint Program.*** The Committee has created this policy to establish and maintain a complaint program to facilitate (1) the receipt, retention and treatment of complaints received by the Partnership regarding its accounting, internal accounting controls, auditing practices or violations of the Partnership’s Code of Business Conduct and Ethics, and (2) the confidential, anonymous submission by personnel of the Partnership of concerns regarding questionable accounting or auditing matters.
- ◆ ***Notice to Personnel.*** In furtherance of this policy, the General Partner, on behalf of the Partnership, shall disseminate to all personnel who provide services to the General Partner or the Partnership a notice in the form attached hereto as Exhibit A that advises personnel of the General Partner’s Whistleblower Policy and Procedures. Notice shall be disseminated in a manner designed to reach all employees (including those who do not have access to email).

Procedures

- ◆ ***Address.*** Personnel with concerns regarding the matters described in the Policy section above may report their concerns and/or forward complaints either (1) to Don A. Turkleson, the General Partner’s Chief Compliance Officer, by calling him at 713-375-5220 or by emailing him at don.turkleson@cheniere.com, or (2) to Shareholder.com Whistleblower Hotline by calling 866-621-9246 or by emailing such complaint to cqp@openboard.info (the “*Administrator*”).
- ◆ ***Treatment of Complaints.*** Immediately upon receipt of a complaint, the Chief Compliance Officer or the Administrator, as applicable, shall forward the complaint (or a description of the substance thereof) to the Committee chairman or other designated member. If the complaint does not involve accounting, internal accounting controls, auditing practices, or violations of the Partnership’s Code of Business Conduct and Ethics, then the complaint will be forwarded by the Committee chairman or other designated member to the Chief Compliance

Officer to handle such complaint in a manner in which he or she deems appropriate.

- ◆ **Review Process.** The Committee will convene as appropriate to review complaints and any impact on the Partnership's financial statements and public reports. Such meetings to review complaints will be held without General Partner, Partnership or outside auditor personnel present unless requested by the Committee.
- ◆ **Investigation.** The Committee may delegate one or more members of the Committee or the Chief Compliance Officer to investigate the complaint. In conducting any such investigation, the Committee or designee shall maintain the confidentiality of any party making a complaint or submission on a confidential basis, to the fullest extent possible consistent with the need to conduct an adequate review thereof. Delegation decisions will be made on a case-by-case basis, depending on the nature and significance of the complaint and the need to maintain confidentiality and anonymity. The Committee may enlist outside legal, accounting or other advisors, as appropriate, to conduct an investigation of any complaints regarding financial statement disclosures, accounting, internal accounting controls, auditing practices or violations of the Partnership's Code of Business Conduct and Ethics.
- ◆ **Records.** The proceedings of the Committee and investigation will be documented and must be retained for an appropriate period in accordance with legal requirements. All records will be treated as confidential information.
- ◆ **Legal Privilege.** To the fullest extent appropriate and practicable, consistent with the need to conduct an adequate review, the Committee shall involve outside counsel in such investigation in order to maintain, to the extent possible, attorney-client, work product and other legal privilege with respect to any documents or other materials received or prepared in connection with the investigation of any complaint.
- ◆ **Periodic Review of Status.** The status of all material pending complaints will be reviewed at each regularly scheduled Committee meeting. For record-keeping purposes and for the evaluation of whether any disclosure is required with respect to such complaint in the Partnership's filings with the Securities and Exchange Commission, within 10 days following the end of each fiscal quarter, the Administrator shall forward to the Chief Compliance Officer a list of each complaint forwarded by the Administrator to the Committee chairman or other designated member of the Committee. The confidentiality of this list shall be protected.
- ◆ **Anti-Retaliation Laws.** If the identity of the personnel making the complaint or assisting in investigation of the complaint is known, the Committee will monitor any disciplinary action against such personnel to determine whether it could subject the General Partner or the Partnership to anti-retaliation liability pursuant

to Section 806 or 1107 of the Sarbanes-Oxley Act of 2002. The General Partner and its officers, employees, personnel and agents shall not discharge, demote, suspend, threaten, harass or in any manner discriminate against any personnel in the terms and conditions of his or her relationship with the General Partner or the Partnership based upon lawful actions of such personnel with respect to good faith reporting or investigation of complaints regarding the Partnership's accounting and auditing matters or as otherwise specified in Section 806 of the Sarbanes-Oxley Act. In addition, the General Partner and the Partnership will observe the anti-retaliation requirements of Section 1107 of the Sarbanes-Oxley Act of 2002, which establishes penalties for retaliation against any person who provides truthful information to a law enforcement officer regarding any federal offense.

Annual Review

The Committee will review these "whistleblower" procedures annually and make modifications if required or appropriate.

Administration

The Committee has responsibility for administration of this Policy and the procedures set forth herein.

EXHIBIT A

Procedures for Submitting Complaints or Concerns Relating to the Partnership's Accounting, Internal Accounting Controls, Auditing Practices or Violations of the General Partner's Code of Business Conduct and Ethics

Pursuant to the requirements of the Sarbanes-Oxley Act of 2002, the audit committee of the board of directors of Cheniere Energy Partners GP, LLC (the "*General Partner*"), the general partner of Cheniere Energy Partners, L.P. (the "*Partnership*") has established procedures for:

- the receipt, retention and treatment of complaints received by the Partnership regarding its accounting, internal accounting controls, auditing practices or violations of the General Partner's Code of Business Conduct and Ethics; and
- the confidential, anonymous submission by personnel of the General Partner or the Partnership of concerns regarding questionable accounting or auditing matters.

If you have any good faith complaints or concerns about the Partnership's accounting, internal accounting controls, auditing practices or violations of the Partnership's Code of Business Conduct and Ethics, we encourage you take advantage of these procedures to make us aware of your complaint or concern.

You may report any complaint to Don A. Turkleson, the General Partner's Chief Compliance Officer by calling him at 713-375-5220 or by emailing him at don.turkleson@cheniere.com. Alternatively, the Partnership has engaged the services of Shareholder.com Whistleblower Hotline to receive any anonymous complaints with respect to these matters. You may reach Shareholder.com Whistleblower Hotline by calling 866-621-9246 or by emailing them at cqp@openboard.info. You may submit complaints or concerns in this manner at any time (seven days a week and 24 hours a day).

In making a complaint or submission, personnel of the General Partner or the Partnership may request that such complaint be treated in a confidential manner (including the identity of the personnel making the complaint).

Under the Sarbanes-Oxley Act, the General Partner, the Partnership and their management are prohibited from discharging, demoting, suspending, threatening, harassing or in any manner discriminating against any personnel in the terms and conditions of his or her relationship with the General Partner or the Partnership based upon any lawful actions of such person with respect to a complaint relating to the Partnership's accounting, internal accounting controls, auditing practices or violations of the Partnership's Code of Business Conduct and Ethics that is made in good faith.