

# KKR & CO. INC. Reported by **KKR HOLDINGS L.P**

# FORM 3 (Initial Statement of Beneficial Ownership)

# Filed 07/15/10 for the Period Ending 07/14/10

Address	9 WEST 57TH STREET, SUITE 4200
	NEW YORK, NY, 10019
Telephone	212-750-8300
CIK	0001404912
Symbol	KKR
SIC Code	6282 - Investment Advice
Industry	Investment Management & Fund Operators
Sector	Financials
Fiscal Year	12/31

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FORM 3
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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person KKR Holdings L.P		2. Date of Event Requiring Statement (MM/DD/YYYY) 7/14/2010		3. Issuer Name and Ticker or Trading Symbol KKR & Co. L.P. [KKR]						
(Last) (First) (Middle)	4. Relat	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
C/O KKR & CO. L.P., 9 WEST 57TH STREET, 42ND FLOOR		Director Officer (give title below)		X 10% Owner Other (specify below)						
(Street) NEW YORK, NY 10019 (City) (State) (Zip)	ORK, NY 10019						Line)			
	Tab	le I - Non-I	Derivative Sec	curities Benefic	ially Owned					
1.Title of Security (Instr. 4)			Beneficially Owned F Instr. 4)		-	irect (Instr. 5) direct				
Table II - Derivati	ve Securities	Beneficiall	y Owned ( <i>e.g</i>	. , puts, calls, w	varrants, options	s, convertible sec	urities)			
1. Title of Derivate Security 2. D		rcisable on Date Y)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)			
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)				
KKR Group Partnership Units	<u>(1) (2)</u>	<u>(1) (2)</u>	Common Units	478105194	(1) (2)	D				

#### **Explanation of Responses:**

- (1) Pursuant to an exchange agreement, holders of KKR Group Partnership Units (which term refers collectively to one Class A partner interest in each of KKR Management Holdings L.P. and KKR Fund Holdings L.P.) may, up to four times each year, exchange KKR Group Partnership Units held by them, together with corresponding special voting units, for KKR & Co. L.P. common units on a one-for-one basis, subject to customary conversion rate adjustments for splits, unit distributions and reclassifications and compliance with lock-up, vesting and transfer restrictions and the terms of the exchange agreement.
- (2) KKR Holdings L.P. owns, beneficially or of record, an aggregate of 478,105,194 exchangeable KKR Group Partnership Units (or 100% of the total number of exchangeable KKR Group Partnership Units). KKR principals hold interests in KKR Holdings L.P. that will entitle them to participate in the value of the KKR Group Partnership Units held by KKR Holdings L.P.

### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
KKR Holdings L.P C/O KKR & CO. L.P. 9 WEST 57TH STREET, 42ND FLOOR NEW YORK, NY 10019		X			

#### Signatures

/s/ William J. Janetschek, Director, KKR Holdings GP Limited

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

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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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