

# KKR & CO. INC.

## **FORM 8-K** (Current report filing)

Filed 07/28/11 for the Period Ending 07/28/11

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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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

*Date of Report (Date of earliest event reported): July 28, 2011*

**KKR & CO. L.P.**

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction  
of incorporation)*

**001-34820**

*(Commission  
File Number)*

**26-0426107**

*(IRS Employer  
Identification No.)*

**9 West 57<sup>th</sup> Street, Suite 4200  
New York, New York**

*(Address of principal executive offices)*

**10019**

*(Zip Code)*

**(212) 750-8300**

*(Registrant's telephone number, including area code)*

**NOT APPLICABLE**

*(Former name or former address, if changed since last report)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 28, 2011, John B. Hess was appointed to the Board of Directors of KKR Management LLC, the general partner of KKR & Co. L.P., and its Conflicts Committee, effective July 28, 2011.

Mr. Hess will receive the standard non-executive director compensation arrangement, consisting of a prorated annual cash retainer of \$75,000 for non-executive directors. Mr. Hess has also entered into an indemnification agreement with KKR Management LLC and KKR & Co. L.P.

The Board of Directors currently consists of eight members, namely Henry Kravis, George Roberts, Joseph Grundfest, John Hess, Dieter Rampl, Patricia Russo, Thomas Schoewe and Robert Scully. The committees of the Board include the Audit Committee consisting of Messrs. Grundfest, Schoewe and Scully; the Nominating and Corporate Governance Committee consisting of Messrs. Kravis, Roberts and Scully; and the Conflicts Committee consisting of Ms. Russo and Messrs. Grundfest, Hess, Rampl, Schoewe and Scully. Mr. Rampl earlier resigned from the Audit Committee without disagreement with the registrant.

Additionally, on July 28, 2011, the Board of Directors authorized grants of 10,000 restricted equity units under the KKR & Co. L.P. 2010 Equity Incentive Plan to each non-executive director and additional grants of 4,000 and 3,000 restricted equity units to Mr. Schoewe and Ms. Russo, respectively, for their service on the Board since March 2011 and April 2011, respectively.

**Item 7.01 Regulation FD Disclosure**

A copy of the press release announcing the appointment of Mr. Hess to the Board of Directors of KKR Management LLC is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

As provided in General Instruction B.2 of Form 8-K, the information in this Item 7.01 and the exhibit furnished hereunder shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall they be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	Press release of KKR & Co. L.P., dated July 28, 2011, announcing the appointment of John B. Hess as director (This exhibit is furnished and not filed)

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KKR & CO. L.P.

By: KKR Management LLC, its general partner

Date: July 28, 2011

By: /s/ David J. Sorkin

Name: David J. Sorkin

Title: General Counsel

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EXHIBIT INDEX

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Exhibit 99.1	Press release of KKR & Co. L.P., dated July 28, 2011, announcing the appointment of John B. Hess as director (This exhibit is furnished and not filed)

## KKR Appoints John Hess to Board of Directors

NEW YORK--(BUSINESS WIRE)--July 28, 2011--KKR & Co. L.P. (NYSE: KKR) today announced that John B. Hess has been appointed to the Board of Directors of KKR Management LLC, the general partner of KKR. His appointment, effective July 28, 2011, brings the number of independent directors on KKR's Board to six out of a total of eight Board seats.

Mr. Hess, 57, is the chairman and chief executive officer of Hess Corporation, where he has served in those roles since 1995 and as a director of Hess Corporation since 1978. He has been a director of Dow Chemical Co. since 2006 and also serves on the Business Council, the Trilateral Commission and the Council on Foreign Relations.

Mr. Hess also serves as a member of the Board of Directors of Lincoln Center for the Performing Arts, and as a member of the Board of Trustees at the New York Public Library, Mount Sinai Hospital, the Wildlife Conservation Society / NY Zoo, and the Center for Strategic and International Studies.

KKR's other independent directors include Joseph A. Grundfest (Stanford law professor and former Commissioner of the Securities and Exchange Commission), Dieter Rampl (chairman of Unicredit Group), Patricia A. Russo (former chief executive officer of Alcatel-Lucent), Thomas M. Schoewe (former chief financial officer of Walmart), and Robert W. Scully (former member of the Office of the Chairman of Morgan Stanley).

### About KKR

Founded in 1976 and led by Henry Kravis and George Roberts, KKR is a leading global investment firm with \$61.0 billion in assets under management as of March 31, 2011. With 14 offices around the world, KKR manages assets through a variety of investment funds and accounts covering multiple asset classes. KKR seeks to create value by bringing operational expertise to its portfolio companies and through active oversight and monitoring of its investments. KKR complements its investment expertise and strengthens interactions with investors through its client relationships and capital markets platforms. KKR is publicly traded on the New York Stock Exchange (NYSE:KKR). For additional information, please visit KKR's website at [www.kkr.com](http://www.kkr.com).

### CONTACT:

KKR

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