

# **KKR & CO. INC.**

Reported by  
**SORKIN DAVID**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 08/02/13 for the Period Ending 08/01/13

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

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

[ ] 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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Sorkin David</b> <small>(Last) (First) (Middle)</small>  <b>C/O KKR &amp; CO. L.P., 9 WEST 57TH STREET, 42ND FLOOR</b> <small>(Street)</small>  <b>NEW YORK, NY 10019</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>KKR &amp; Co. L.P. [ KKR ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>8/1/2013</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>General Counsel and Secretary</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person									
<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>											
<b>1. Title of Security</b> <small>(Instr. 3)</small>	<b>2. Trans. Date</b>	<b>2A. Deemed Execution Date, if any</b>	<b>3. Trans. Code</b> <small>(Instr. 8)</small>	<b>4. Securities Acquired (A) or Disposed of (D)</b> <small>(Instr. 3, 4 and 5)</small>	<b>5. Amount of Securities Beneficially Owned Following Reported Transaction(s)</b> <small>(Instr. 3 and 4)</small>	<b>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</b>	<b>7. Nature of Indirect Beneficial Ownership</b> <small>(Instr. 4)</small>				
Common Units	8/1/2013		S (1)	15669 D \$20.87 (2)	0	D					
Common Units					11250	I	See footnote (3)				
<b>Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)</b>											
<b>1. Title of Derivate Security</b> <small>(Instr. 3)</small>	<b>2. Conversion or Exercise Price of Derivative Security</b>	<b>3. Trans. Date</b>	<b>3A. Deemed Execution Date, if any</b>	<b>4. Trans. Code</b> <small>(Instr. 8)</small>	<b>5. Number of Derivative Securities Acquired (A) or Disposed of (D)</b> <small>(Instr. 3, 4 and 5)</small>	<b>6. Date Exercisable and Expiration Date</b>	<b>7. Title and Amount of Securities Underlying Derivative Security</b> <small>(Instr. 3 and 4)</small>	<b>8. Price of Derivative Security</b> <small>(Instr. 5)</small>	<b>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)</b> <small>(Instr. 4)</small>	<b>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</b>	<b>11. Nature of Indirect Beneficial Ownership</b> <small>(Instr. 4)</small>
				Code V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares					

**Explanation of Responses:**

- (1) Sales made pursuant to a Rule 10b5-1 plan.
- (2) Reflects a weighted average sale price. These common units were sold in multiple transactions at prices ranging from \$20.66 to \$21.14, inclusive. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of common units sold at each separate price.
- (3) These common units of KKR & Co. L.P. are held by a limited liability company established for the purposes of making charitable donations of which the Reporting Person is a member and manager.

**Remarks:**

Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended, the Reporting Person states that this filing shall not be an admission that the Reporting Person is the beneficial owner of any of the securities reported herein as indirectly owned, and the Reporting Person disclaims beneficial ownership of such securities except to the extent of the Reporting Person's pecuniary interest therein. Exhibit List: Exhibit 24 - Power of Attorney.

**Reporting Owners**

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

**Signatures**

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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

**POWER OF ATTORNEY**

Know all by these presents, that each of the undersigned hereby constitutes and appoints each of Henry R. Kravis, George R. Roberts, Todd A. Fisher, William J. Janetschek, David J. Sorkin and Christopher B. Lee, signing singly, each of the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of each of the undersigned, as a result of each of the undersigned's ownership of or transactions in securities of KKR & Co. L.P. (the "Partnership"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder, and Form 144 in accordance with Rule 144 under the Securities Act of 1933, as amended;
- (2) do and perform any and all acts for and on behalf of each of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or such Form 144, complete and execute any amendment or amendments thereto, and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, each of the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of each of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

Each of the undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as each of the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. Each of the undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Partnership or its general partner assuming, any of each of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, or the rules thereunder, or Rule 144 of the Securities Act of 1933, as amended, or the other rules thereunder.

This Power of Attorney shall remain in full force and effect with respect to each of the undersigned until such person ceases to be subject to those requirements, unless earlier revoked by such person in a signed writing delivered to the foregoing attorneys-in-fact.

[Signature Page Follows]

---

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8<sup>th</sup> day of May, 2013.

/s/ Todd A. Fisher

Todd A. Fisher

/s/ William J. Janetschek

William J. Janetschek

/s/ David J. Sorkin

David J. Sorkin

---