

KKR & CO. INC. Reported by SCULLY ROBERT W

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/03/12 for the Period Ending 10/01/12

Address 9 WEST 57TH STREET, SUITE 4200

NEW YORK, NY, 10019

Telephone 212-750-8300

CIK 0001404912

Symbol KKR

Fiscal Year 12/31





[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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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

1. Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
SCULLY RO	BERT V	V		K	KI	R & Co.	L.P.	[K	KKR]								
(Last)	(First)	(Mid	ldle)	3.	3. Date of Earliest Transaction (MM/DD/YYYY)							' —	X Director10% Owner					
														Officer (give title below) Other (specify below)				
C/O KKR & CO. L.P., 9 WEST					10/1/2012													
57TH STREE) FLO	OR															
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)									6. Individual or Joint/Group Filing (Check Applicable Line)				
NEW YORK,	NY 100	19																
(City) (State) (Zip)														X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table l	I - Non-I	Deriv	ativ	e Securit	ies Acc	ıuiı	red, D	ispo	sed o	of, o	r Beneficially	y Owned				
1.Title of Security 2.				Trans.	2A. Deemed Execution Date, if	3. Trans. Code (Instr. 8)	. Trans. 4. Se Code Acqu Instr. 8) Disp		. Securities acquired (A) or Disposed of (D) Instr. 3, 4 and 5		· · · · · · · · · · · · · · · · · · ·		ies Beneficially Owned		6. Ownership Form: Direct (D)	Beneficial Ownership		
						any	Code	v	Amoun	(A) or (D)	Price					or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Units 10				10/1/	2012		М		10000	A	(1)		20	20000				
Common Units													38700			I	By Limited Liability Company	
Common Units								П					38	700		I	By Trust	
Tab	le II - Dei	ivative	Securitio	es Be	nefi	cially Ov	vned (a	e.g.	, puts	, cal	lls, w	arra	ants, options	convert	ible secur	ities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A.	4. Trans	. 5 . S . A	Number of operivative ecurities acquired (A) pisposed of (Instr. 3, 4 and	6. Darand E	6. Date Exercisable and Expiration Date			7. Title and An Securities Und Derivative Sec (Instr. 3 and 4)		l Amount of Underlying Security	lying Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V (.	A) (D)	Date Exerc	isab	Expiration le Date		Title Nur		Amount or Number of Shares		(s) (Instr. 4)			
Restricted Equity Units	(1)	10/1/2012		М		10000		(1)		[1)	Com: Uni		10000	\$0	10000	D		

Explanation of Responses:

(1) 10,000 restricted equity units of KKR & Co. L.P. vested on October 1, 2012 and were settled for common units of KKR & Co. L.P. on a one-for-one basis. The remaining 10,000 restricted equity units will generally vest on October 1, 2013, and upon vesting, may be settled by delivery of common units of KKR & Co. L.P. on a one-for-one basis.

Remarks:

Pursuant to Rule 16a-1(a)(4) of 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, and the Reporting Person disclaims beneficial ownership of such securities except to the extent of the Reporting Person's pecuniary interest therein.

Reporting Owners

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

Signatures

David J. Sorkin, Attorney-in-fact 10/3/2012

Date

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.

^{**} Signature of Reporting Person