

[] 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 | | | | | | ool | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|---|---------|----------------|-------------------------------------|---|---|------------------------------|-----------|---|--------------|-----------------------------------|---|--|--|---|--|---|------------------------------------|
| NUTTALL SCOTT C | | | | | | KKR & Co. Inc. [KKR] | | | | | | | | , incubic) | | | | |
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | _X_ Director | | | | | | |
| | | | | | | 10/1/2020 | | | | | | | | X_ Officer (give title below) Other (specify below) Co-President & Co-COO | | | | |
| C/O KKR & CO. INC., 9 WEST 57TH | | | | | | 10/1/2020 | | | | | | | | | | | | |
| STREET, 42ND FLOOR (Street) | | | | | 4 If Amandment Data Original Filed (ANADDANAN) | | | | | | | | /) 6 Individual (| 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Succe) | | | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | | o. marviduai (| o. Harviduai of John Group Phing (Check Applicable Line) | | | | |
| NEW YORK, NY 10019 | | | | | | | | | | | | | | _X _ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | roini ined by | roini inea by More than One Reporting Person | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1.Title of Security (Instr. 3) | | | 2. Trans. Date | | | | 3. Trans. Code (Instr. 8) | | 4. Securities Acquir or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securiti Following Reported T (Instr. 3 and 4) | ies Beneficially Owned Transaction(s) | | Ownership Form: | Beneficial | | |
| | | | | | | | | | Code | V | Amoun | (A) or t (D) | Price | | | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Common Stock 10/1/2020 | | | | 0 | | | M | | 300000 | A | <u>(1)</u> | 11 | 1137422 | | D | | | |
| Common Stock 10/1/2020 | | | | 0 | | | F | | 159660 | D | \$34.34 | 977762 | | D | | | | |
| Common Stock | | | | | | | | | | | | | | 75 | 80000 | | I | See Footnote (2) |
| Common Stock | | | | | | | | | | | | (| 722 | | I | By Trust | | |
| Common Stock | | | | | | | | | | | | | | 2 | 2782 | | I | By Limited Liability Company |
| | , | Table l | I - Deri | ivative | Securi | ties | Ben | eficially | Owned (| (e.g., | puts, | calls, wa | arrants | s, options, conve | tible secu | ırities) | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | se | | 3A. Deer Execution Date, if a | tion Code | | Derivativ | | re Securities Exp | | rate Exercisable and iration Date | | Securitie | es Underlying ve Security | Inderlying Derivative Security Security | | Ownership Form of Derivative Security: | (Instr. 4) |
| | Security | | | | C | ode | v | (A) | (D) | Date Exer | cisable | Expiration Date | Title | Amount or Number of Shares | | Following Reported Transaction(s (Instr. 4) | Direct (D) or Indirec (I) (Instr. 4) | |
| Restricted Stock Units | <u>(1)</u> | 10. | /1/2020 | | | М | | | 300000 | | <u>(1)</u> | (1) | Comm Stock | | \$0 | 920348 | D | |

Explanation of Responses:

- (1) 300,000 restricted stock units of KKR & Co. Inc. vested on October 1, 2020 and were settled for shares of common stock of KKR & Co. Inc. on a one-for-one basis. Of the remaining 920,348 restricted stock units, (i) 95,348 units will vest on April 1, 2021 and (ii) 825,000 units will vest in two annual installments on October 1 of each year as follows: 375,000 units in 2021 and 450,000 units in 2022.
- (2) These shares of common stock are being held by a limited partnership controlled by the Reporting Person solely for purposes of future charitable donations.

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.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|---------|-----------------------|--|--|--|--|
| Reporting Owner Name / Address | Director | Officer | Other | | | | |
| NUTTALL SCOTT C C/O KKR & CO. INC. 9 WEST 57TH STREET, 42ND FLOOR NEW YORK, NY 10019 | X | | Co-President & Co-COO | | | | |

Signatures

/s/ Christopher Lee, Attorney-in-fact 10/2/2020

**Signature of Reporting Person

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.