

[] 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)				
KKR Holdin	gs L.P			Kŀ	ΚR	& C	o. Inc. [k	KKI	R]							
(Last)	(Last) (First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)							DirectorX10% Owner Officer (give title below) Other (specify below)				
C/O KKR & STREET, 42			ST 57TH	I			11/1	8/2	020							
,	(Stre	eet)		4. I	f An	nendn	nent, Date O	rigir	nal Fil	ed (MM/D	D/YYYY)	6. Individual o	or Joint/G	roup Filing	(Check Appl	icable Line)
NEW YORK, NY 10019 (City) (State) (Zip)												X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(0	ity) (Sta	•		on-Deri	ivati	ve Se	curities Acc	quir	ed, Di	isposed o	f, or Ben	eficially Own	ed			
1.Title of Security (Instr. 3) 2. Trans. I]			3. Trans. Coo (Instr. 8)	(Instr. 8)		4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D)		. Amount of Securities Beneficially Collowing Reported Transaction(s) Instr. 3 and 4)				7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Tab	ole II - Deri	vative Sec	urities l	Bene	ficial	ly Owned (e.g.,	puts,	calls, wa	irrants, o	options, conve	tible secu	urities)		
1. Title of Derivate Security (Instr. 3)	or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. (Instr. 8)	Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date			Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
KKR Group Partnership Units (1)	<u>(2)</u>	11/18/2020		J (1)(2)			3154985		<u>(2)</u>	(2)	Common Stock	3154985	\$0	275626493	D	

Explanation of Responses:

- (1) On November 18, 2020, KKR Holdings L.P. distributed 3,154,985 KKR Group Partnership Units (which refers to Class A partner interests in KKR Group Partnership L.P.) along with shares of Series II preferred stock of KKR & Co. Inc. to certain KKR employees and other persons.
- (2) These KKR Group Partnership Units together with shares of Series II preferred stock were exchanged by those employees and other persons for shares of common stock of KKR & Co. Inc. on a one-for-one basis pursuant to an exchange agreement as disclosed in KKR & Co. Inc.'s prospectus dated September 21, 2011, filed with the Securities and Exchange Commission (the "SEC") on September 23, 2011, as amended by a post-effective amendment filed with the SEC on July 2, 2018. As a result, KKR & Co. Inc.'s percentage ownership in KKR Group Partnership L.P. increased, and KKR Holdings L.P.'s percentage ownership in KKR Group Partnership L.P. decreased.

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

/s/ Christopher Lee, Attorney-in-fact

**Signature of Reporting Person

11/20/2020 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).

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.