

KKR & CO. INC. Reported by KKR HOLDINGS L.P

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/29/16 for the Period Ending 04/27/16

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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FORM 4	
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[] 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			
KKR Holdings L.P	KKR & Co. L.P. [KKR]	(Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	Director X 10% Owner Officer (give title below) Other (specify below)			
C/O KKR & CO. L.P., 9 WEST 57TH	4/27/2016				
STREET, 42ND FLOOR					
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)			
NEW YORK, NY 10019 (City) (State) (Zip)		X Form filed by One Reporting Person Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans. Date	2A. Deemed	3. Trans. Co	de	4. Securit	ies Acquire	ed (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)			(Instr. 8)		8) or Disposed of (D)			Following Reported Transaction(s)	Ownership	
		Date, if any	(Instr. 3, 4 and 5) (I		(Instr. 3 and 4)	Form:	Beneficial			
									Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	
Common Units	4/27/2015		J (1)		1176	D	\$0	53871	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

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1. Title of Derivate	2.	3. Trans.	3A. Deemed	4. Trans. 0	Code	5. Number	of	6. Date Exer	cisable and	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Security	Conversion	Date	Execution	(Instr. 8)		Derivative Securities Expiration Dat		Date Securities Underlying		Derivative	derivative	Ownership	of Indirect		
(Instr. 3)	or Exercise		Date, if any			Acquired (A) or		Deriv	ative Security	Security	Securities	Form of	Beneficial		
	Price of					Disposed o	of (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(Instr. 3, 4	and 5)								(Instr. 4)
	Security													Direct (D)	
								Date	Expiration	T:41.	Amount or Number of Shares		· r · · · · ·	or Indirect	
								Exercisable	Date	Title	Shares		Transaction(s)	(I) (Instr.	
				Code	V	(A)	(D)						(Instr. 4)	4)	

Explanation of Responses:

(1) KKR Holdings L.P. initiated the delivery of 1,176 common units of KKR & Co. L.P. that it previously received in exchange for KKR Group Partnership Units (which refers collectively to Class A partner interests in each of KKR Management Holdings L.P., KKR Fund Holdings L.P. and KKR International Holdings L.P.) to a holder of vested restricted equity units that were granted pursuant to the KKR Holdings L.P. Equity Incentive Plan as contemplated by KKR & Co. L.P.'s prospectus dated September 21, 2011, filed with the Securities and Exchange Commission on September 23, 2011.

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

Signatures

/s/ Christopher Lee, Attorney-in-fact	4/29/2015		
** Signature of Banarting Darson	Date		

Signature of Reporting Person

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.

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