

NUTTALL SCOTT C
Form 4
April 03, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
NUTTALL SCOTT C

(Last) (First) (Middle)

C/O KKR & CO. INC., 9 WEST
57TH STREET, 42ND FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KKR & Co. Inc. [KKR]

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)

Co-President & Co-COO

6. Individual or Joint/Group Filing(Check Applicable Line)
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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount (A) or (D) Price				
Class A Common Stock	04/01/2019		M		95,347	A	725,779	D	
Class A Common Stock	04/01/2019		F		44,476	D	\$ 23.49	681,303	D
Class A Common Stock							1,000,000	I	See Footnote (2)
Class A Common							6,722	I	By Trust

Stock

Class A
Common
Stock

2,782 I

By Limited
Liability
Company

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	<u>(1)</u>	04/01/2019		M	95,347	<u>(1)</u> <u>(1)</u>	Class A Common Stock	95,347

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NUTTALL SCOTT C C/O KKR & CO. INC. 9 WEST 57TH STREET, 42ND FLOOR NEW YORK, NY 10019	Co-President & Co-COO

Signatures

/s/ Christopher Lee,
Attorney-in-fact 04/03/2019

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1)

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95,347 restricted stock units of KKR & Co. Inc. vested on April 1, 2019 and were settled for shares of Class A common stock of KKR & Co. Inc. on a one-for-one basis. Of the remaining 1,540,695 restricted stock units, (i) 190,695 units will vest in equal annual installments over a two-year period with the next vesting on April 1, 2020 and (ii) 1,350,000 units will vest in four annual installments on October 1 of each year as follows: 225,000 units in 2019, 300,000 units in 2020, 375,000 units in 2021 and 450,000 units in 2022.

- (2) These shares of Class A 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

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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