## Edgar Filing: KKR & Co. L.P. - Form 4

KKR & Co. L.I Form 4	2.									
July 27, 2012	_								APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations	<b>STATEN</b> Filed put	F CHAN	NGES IN SECUI	Expires: Estimated burden ho response.	Estimated average burden hours per response 0.5					
may continu <i>See</i> Instructi 1(b).	on			•	•	npany Act ny Act of 1	of 1935 or Secti 940	on		
(Print or Type Res	ponses)									
1. Name and Adda GRUNDFEST	Person <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
( <b>T</b> )	(First) (	Middle)	KKR & Co. L.P. [KKR]				(Check all applicable)			
(Last) C/O KKR & C 57TH STREE	3. Date of Earliest Transaction (Month/Day/Year) 07/25/2012			X_ Director 10% Owner Officer (give title Other (specify below) below)						
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)				1	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
NEW YORK,	NY 10019						Person	wore than one r	Ceporung	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deeme Execution any (Month/Da		Date, if TransactionAcquired (A) or Code Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
	1				Perso inform requir	ns who res nation con red to resp nys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	or D (D) (Inst	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code	V (.	A) (E	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Equity Units	<u>(1)</u>	07/25/2012		А	10,	,000	(1)	(1)	Common Units	10,000

Other

## **Reporting Owners**

Attorney-in-fact

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer		
GRUNDFEST JOSEPH C/O KKR & CO. L.P. 9 WEST 57TH STREET, 42ND FLOOR NEW YORK, NY 10019	Х				
Signatures					
David J. Sorkin, 07/2	27/2012				

\*\*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).
- These restricted equity units of KKR & Co. L.P. were approved for grant under the KKR & Co. L.P. 2010 Equity Incentive Plan and will
   (1) generally vest on October 1, 2013. Upon vesting, each restricted equity unit may be settled by delivery of one common unit of KKR & Co. L.P.
- (2) 10,000 of these restricted equity units of KKR & Co. L.P. were previously granted to the Reporting Person and will generally vest on October 1, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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