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April 21, 2022

BY ELECTRONIC FILING

Amy Sweeney
Director, Division of Natural Gas Regulation
Office of Regulation, Analysis and Engagement
Office of Fossil Energy and Carbon Management, FE-34
1000 Independence Ave., S.W.
Washington, DC 20585

**Re: Cameron LNG, LLC, FE Docket Nos. 11-145-LNG, 11-162-LNG, 14-204-LNG, 15-36-LNG, 15-67-LNG, 15-90-LNG, 19-62-LNG
Ecogas Mexico S. de R.L. de C.V., FE Docket No. 21-50-NG
ECA Liquefaction, S. de R.L. de C.V., FE Docket No. 18-144-LNG
Energía Costa Azul S. de R.L. de C.V., FE Docket No. 18-145-LNG
Port Arthur LNG, LLC, FE Docket Nos. 15-53-LNG, 15-96-LNG, 18-162-LNG
Port Arthur LNG Phase II, LLC, FE Docket No. 20-23-LNG
Sempra Gas & Power Marketing, LLC, FE Docket No. 20-43-NG
Sempra LNG International, LLC, FE Docket No. 21-83-NG
Sempra LNG Marketing, LLC, FE Docket No. 20-52-NG
Termoelectrica de Mexicali, S. de R.L. de C.V., FE Docket No. 20-145-NG
Vista Pacifico LNG S.A.P.I de C.V., FE Docket No. 20-153-LNG
Answer in Support of Statement of Change in Control**

Dear Ms. Sweeney:

On February 22, 2022, Cameron LNG, LLC, Ecogas Mexico S. de R.L. de C.V., ECA Liquefaction, S. de R.L. de C.V., Energía Costa Azul S. de R.L. de C.V., Port Arthur LNG, LLC, Port Arthur LNG Phase II, LLC, Sempra Gas & Power Marketing, LLC, Sempra LNG International, LLC, Sempra LNG Marketing, LLC, Termoelectrica de Mexicali, S. de R.L. de C.V., and Vista Pacifico LNG, S.A.P.I de C.V. (collectively, the “Authorization Holders”) filed a Statement of Change in Control (the “Statement”)¹ with the DOE Office of Fossil Energy and Carbon Management (“DOE/FE”), which arose from a proposed acquisition by Black Silverback ZC 2022 LP, a wholly owned indirect subsidiary of the Abu Dhabi Investment Authority, of a non-controlling 10% interest in the equity of Sempra Infrastructure Partners, LP.

¹ Statement of Change in Control, FE Docket Nos. 11-145-LNG *et al.* (Feb. 22, 2022).

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Notice of the Statement was published in the *Federal Register* on April 1, 2022.² The notice required that comments on the Statement be submitted on or before April 18, 2022.

Public Citizen, Inc. (“Public Citizen”) filed a motion to intervene and expressed concern “with allowing foreign governments to control equity of companies that export natural gas out of the United States.” Citing to unsupported claims of increases to the price of natural gas, Public Citizen asserted that foreign governments’ role in such effects “raise[s] questions about whether such exports are in the public interest.”³

Industrial Energy Consumers of America (“IECA”), in a submission that IECA failed to serve on the Authorization Holders as required by 10 C.F.R. § 590.107 and the *Federal Register* notice in these proceedings,⁴ also opposed “allowing foreign governments to control equity of companies that export natural gas from the United States.” IECA further opined without support that LNG exports have led to increased domestic natural gas and electricity prices and asserted that “[b]ut for LNG exports, inventory levels would be adequate and price[d] at reasonable levels.”⁵

Answer

As noted in the Statement,⁶ DOE/FE has repeatedly held that the use of foreign capital to finance construction of LNG liquefaction and export facilities is not inconsistent with the public interest.⁷ DOE/FE should reject these arguments of Public Citizen and IECA.

Further, Public Citizen’s and IECA’s broad attack on exports of domestically produced LNG generally are outside the scope of this proceeding. The DOE/FE previously made determinations that each of the Authorization Holders’ export applications met the requirement of section 3 of the Natural Gas Act and were consistent with the public interest.⁸ Arguments

² *Change in Control*, 87 Fed. Reg. 19082 (Apr. 1, 2022).

³ *See* Motion to Intervene of Public Citizen, Inc. at 2 (Apr. 18, 2022).

⁴ 87 Fed. Reg. at 19083 (“All protests, comments, motions to intervene, or notices of intervention must meet the requirements specified by DOE’s regulations in 10 CFR part 590.”). This is not the first time IECA has failed to comply with the Commission’s rules and procedures. *See Corpus Christi Liquefaction Stage III*, Docket No. 18-78-LNG, Order at 5 (Apr. 10, 2019) (dismissing IECA’s Notice of Intervention, Protest, and Comment for failing to comply with DOE/FE’s filing and service requirements).

⁵ *See* Motion to Intervene of Industrial Energy Consumers of America at 1-2 (Apr. 18, 2022).

⁶ Statement of Change in Control at 10 & n. 22.

⁷ *See Jordan Cove Energy Project, L.P.*, Docket No. 12-32-LNG, Order No. 3413, at 118-120 (Mar. 24, 2014); *Freeport LNG Expansion*, Docket Nos. 10-161-LNG *et al.*, Letter Order, at 4 (June 17, 2016) (finding that a “commenter’s indiscriminate opposition to foreign controlling interests does not support a determination that the change in control in this proceeding is inconsistent with the public interest”).

⁸ *See* Statement of Change in Control at 2-4.

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regarding domestic natural gas prices do not bear upon the proposed transaction described in the Statement, as required by the notice of this proceeding,⁹ and constitute a collateral attack on these prior orders. DOE/FE should reject Public Citizen's and IECA's comments in this regard.

In sum, the commenters have entirely failed to present any evidence—beyond conclusory statements that have been rejected by the DOE/FE or are entirely outside the scope of this proceeding—that would carry their burden to demonstrate that the proposed transaction would be inconsistent with the public interest. Accordingly, the Authorization Holders respectfully request that the DOE/FE reject the comments of Public Citizen and IECA and issue an order without delay determining that the proposed transaction has not been demonstrated to render the underlying authorizations inconsistent with the public interest.

This constitutes the Authorization Holders' answer in accordance with 10 C.F.R. § 590.304. The Authorization Holders waive the balance of the answer period and request prompt action by DOE/FE on the record.

Please contact the undersigned with any questions regarding this filing.

Respectfully submitted,

/s/ Brett A. Snyder

Brett A. Snyder

Counsel to Cameron LNG, LLC, Ecogas Mexico S. de R.L. de C.V., Energía Costa Azul S. de R.L. de C.V., ECA Liquefaction, S. de R.L. de C.V., Port Arthur LNG, LLC, Port Arthur LNG Phase II, LLC, Vista Pacifico LNG S.A.P.I de C.V., Sempra Gas & Power Marketing, LLC, Sempra LNG International, LLC, Sempra LNG Marketing, LLC, and Termoelectrica de Mexicali, S. de R.L. de C.V

⁹ 87 Fed. Reg. at 19083 (“Protests, motions to intervene, notices of intervention, and written comments are invited in response to this notice only as to the change in control described in the Statement.”).

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CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document upon each person designated on the official service list in the following proceedings: FE Docket Nos. 11-145-LNG, 11-162- LNG, 14-204-LNG, 15-36-LNG, 15-67-LNG, 15-90-LNG, 19-62-LNG, 18-144-LNG, 18-145-LNG, 15-53-LNG, 15-96-LNG, 18-162-LNG, 20-23-LNG, 20-52-LNG, 20-153-LNG , 20-23-LNG, 20-43-NG, and 20-145-NG, 20-153-LNG, 21-50-NG, 21-83-NG.

Dated at Washington, DC this 21st day of April 2022.

/s/ Charles J. Dickenson
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