

July 27, 2015

Norton Rose Fulbright US LLP  
666 Fifth Avenue, 31st Floor  
New York, New York 10103-3198  
United States

Mr. John Anderson  
Office of Fuels Programs,  
Fossil Energy U.S. Department of Energy  
Docket Room 3F-056, FE-50  
Forrestal Building  
1000 Independence Avenue, S.W.  
Washington, D.C. 20585

Direct line +1 212 318 3009  
lisa.tonery@nortonrosefulbright.com

Tel +1 212 318 3000  
Fax +1 212 318 3400  
nortonrosefulbright.com

**Re: In the Matter of Cheniere Marketing, LLC and Corpus Christi Liquefaction, LLC  
FE Docket Nos. 12-97-LNG and 12-99-LNG  
DOE/FE Order Nos. 3638, 3164 and 3164-A  
Long-Term Contracts**

Dear Mr. Anderson:

Cheniere Marketing, LLC (“CMI”) and Corpus Christi Liquefaction, LLC (“CCL”) hereby submit for filing under seal, non-redacted copies of the following long-term sale and purchase agreements (“SPAs”) and amendments for the sale of liquefied natural gas (“LNG”) from the Corpus Christi Liquefaction Project:

- A. November 28, 2014 – Amended and Restated Foundation Customer LNG Sale and Purchase Agreement between CCL and Cheniere Marketing International, LLP (and corresponding June 26, 2015 Amendment)
- B. November 28, 2014 – Amended and Restated Base LNG Sale and Purchase Agreement between CCL and Cheniere Marketing International, LLP (and corresponding June 26, 2015 Amendment)
- C. February 24, 2015 – Amendment No. 1 to the SPA with Électricité de France, S.A.
- D. July 15, 2015 – Amendment No. 2 to the SPA with Électricité de France, S.A.

CMI and CCL are also filing herewith public summaries of the major provisions of the SPAs and amendments submitted under seal. This filing is being submitted in accordance with DOE/FE Order No. 3164, as amended by DOE/FE Order No. 3164-A,<sup>1</sup> and DOE/FE Order No. 3638.<sup>2</sup>

---

<sup>1</sup> *Cheniere Marketing, LLC*, DOE/FE Order No. 3164, Ordering Paragraph D, FE Docket No. 12-99-LNG (Oct. 16, 2012) (granting CMI authorization to engage in long-term exports of LNG to free trade agreement nations); *Cheniere Marketing, LLC*, DOE/FE Order Nos. 3538 and 3164-A, FE Docket Nos. 12-97-LNG and 12-99-LNG (Oct. 29, 2014) (authorizing the addition of CCL as an authorization holder under DOE/FE Order No. 3164).

<sup>2</sup> *Cheniere Marketing, LLC & Corpus Christi Liquefaction, LLC*, DOE/FE Order No. 3638, Ordering Paragraph I, FE Docket No. 12-97-LNG (May 12, 2015) (granting CMI and CCL authorization to engage in long-term exports of LNG to non-free trade agreement nations).

Mr. John Anderson  
Re: Long-Term Contracts  
July 27, 2015  
Page 2

CMI and CCL hereby request confidential treatment of all SPAs and amendments filed herewith, as they contain commercially sensitive information.<sup>3</sup>

Should you have any questions, please contact the undersigned at (212) 318-3009.

Respectfully submitted,

/s/ Lisa M. Tonery

Lisa M. Tonery  
Mariah T. Johnston  
*Attorneys for*  
*Cheniere Marketing, LLC and*  
*Corpus Christi Liquefaction, LLC*

---

<sup>3</sup> The SPAs and amendments are being sent to DOE/FE by overnight mail.

**Sale and Purchase Agreements and Amendments  
Major Provisions Summaries**

**AMENDMENT NO. 2 OF LNG SALE AND PURCHASE AGREEMENT, DATED JULY 15, 2015  
BETWEEN CORPUS CHRISTI LIQUEFACTION, LLC AND ÉLECTRICITE DE FRANCE, S.A.**

**1. DOE Order/FE Docket No(s):**

DOE Order Nos. 3638, 3164, & 3164-A  
FE Docket Nos. 12-97-LNG & 12-99-LNG

**2. LNG Liquefaction/Export Facility and Location:**

Corpus Christi Liquefaction Project located near Corpus Christi, Texas, in San Patricio and Nueces Counties.

**3. Describe affiliation with LNG Liquefaction Export Facility (e.g., owner, capacity holder, etc):**

The contract has been entered into by Corpus Christi Liquefaction, LLC, the owner of the Corpus Christi Liquefaction Project.

**4. Exact Legal Name of Parties/Counterparties to Contract:**

Seller: Corpus Christi Liquefaction, LLC  
Buyer: Électricité de France, S.A.

**5. Contract Type (e.g. Purchase and Sale Agreement; Liquefaction Tolling Agreement, etc.):**

Amendment to LNG Sale and Purchase Agreement.

**6. Date of the Contract:**

July 15, 2015.

**7. Contract Term:**

Not applicable.\*

**8. Annual Quantity:**

Not applicable.\*

**9. Take or Pay (or equivalent) Provisions/Conditions:**

Not applicable.\*

**10. Supplier (title holder) of Natural Gas to Liquefaction Facility (include whether long or short-term supply, or both), if appropriate:**

Not Applicable.\*

\* No changes from the prior version of the Agreement

**11. Legal Name of Entity(ies) that has(have) Title to the Natural Gas and LNG through the LNG Facility until Export (at the Flange of the Vessel):**

Not applicable.\*

**12. Export Destination Restrictions in the Contract:**

Amends the July 17, 2014 SPA Agreement between Corpus Christi Liquefaction, LLC and Électricité de France, S.A. to conform the *Trade Law Compliance* section with the requirements of the applicable DOE/FE Orders.

**13. Resale Provisions:**

Amends the July 17, 2014 SPA Agreement between Corpus Christi Liquefaction, LLC and Électricité de France, S.A. to conform the *Trade Law Compliance* section with the requirements of the applicable DOE/FE Orders.

**14. Other Major Non-proprietary Provisions, if applicable:**

Not applicable.\*