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**By DOE/FE at 4:14 pm, Mar 23, 2018**



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March 23, 2018

Ms. Amy Sweeney, Director  
Office of Regulatory and International Engagement  
Office of Fossil Energy  
Forrestal Building, FE-34, Room 3E-052  
1000 Independence Avenue, S.W.  
Washington, D.C. 20585

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

Dear Ms. Sweeney:

On October 16, 2012, the U.S. Department of Energy, Office of Fossil Energy ("DOE/FE") issued an Order granting Cheniere Marketing, LLC's ("CMI") request under Section 3 of the Natural Gas Act ("NGA")<sup>1</sup> for long-term, multi-contract authorization to export up to the equivalent of 767 billion cubic feet ("Bcf") per year of liquefied natural gas ("LNG") from the Corpus Christi Liquefaction Project in Corpus Christi, Texas ("Liquefaction Project") to nations with which the United States has entered, or in the future enters, into a free trade agreement ("FTA") requiring the national treatment for trade in natural gas.<sup>2</sup> On October 29, 2014, DOE/FE issued Order No. 3164-A authorizing the addition of Corpus Christi Liquefaction, LLC ("CCL") as an authorization holder under DOE/FE Order No. 3164.<sup>3</sup>

On May 12, 2015, DOE/FE issued a Final Opinion and Order granting CMI and CCL's application under NGA Section 3 for long-term, multi-contract authorization to export up to the equivalent of 767 Bcf per year of LNG from the Liquefaction Project to nations with which the United States has not entered into an FTA requiring the national treatment for trade in natural gas.<sup>4</sup>

In DOE/FE Order Nos. 3638 & 3164, DOE/FE directed CMI and CCL to file with DOE/FE's Office of Natural Gas Regulatory Activities all executed "long-term contracts associated with the long-

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<sup>1</sup> 15 U.S.C. § 717b (2012).

<sup>2</sup> *Cheniere Marketing, LLC*, DOE/FE Order No. 3164, Ordering Paragraph D, FE Docket No. 12-99-LNG (Oct. 16, 2012).

<sup>3</sup> *Cheniere Marketing, LLC*, DOE/FE Order Nos. 3538 and 3164-A, FE Docket Nos. 12-97-LNG and 12-99-LNG (Oct. 29, 2014).

<sup>4</sup> *Cheniere Marketing, LLC & Corpus Christi Liquefaction, LLC*, DOE/FE Order No. 3638, FE Docket No. 12-97-LNG (May 12, 2015).



term supply”<sup>5</sup> of natural gas to the Liquefaction Project. In this regard, DOE/FE has given CMI and CCL the option to file long-term contracts under seal along with a public summary of the major provisions of the contracts.<sup>6</sup>

CCL has entered into North American Energy Standards Board (“NAESB”) Base Contracts for Sale and Purchase of Natural Gas (“Base Contracts”) with each of the following sellers:

1. Houston Pipe Line Company, LP
2. Cimarex Energy Co.
3. Pioneer Natural Resources USA, Inc.
4. Targa Gas Marketing, LLC
5. Chief Oil & Gas LLC
6. Apache Corporation
7. Wells Fargo Commodities, LLC
8. Shell Energy North America (US), L.P.

Pursuant to the terms of each of the NAESB Base Contracts, the associated Transaction Confirmations (“Confirmations”) document transactions whereby each of the sellers, respectively, agree to sell to CCL a fixed quantity of natural gas on a firm, long-term basis. CCL intends to liquefy the natural gas secured under the Confirmations for export from the Liquefaction Project, pursuant to the authorizations granted in the above-referenced proceedings.

The NAESB Base Contracts and Confirmations contain commercially sensitive information, and are being filed under seal.<sup>7</sup> CCL respectfully requests that the Base Contracts and Confirmations be granted privileged and confidential treatment. A summary of the major provisions that are not deemed confidential is set forth in Appendix A hereto.

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<sup>5</sup> *Id.* at 216; DOE/FE Order No. 3164 at 7.

<sup>6</sup> *Id.* at 8.

<sup>7</sup> The NAESB Base Contracts and Confirmations are being sent to DOE/FE by overnight mail.

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Should you have any questions about this filing, please feel free to contact the undersigned at (212) 506-3710.

Respectfully submitted,

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

## **Appendix A**

### **Summaries of Major Provisions of Natural Gas Purchase Agreements**

**BASE CONTRACT FOR SALE AND PURCHASE OF NATURAL GAS  
AND TRANSACTION CONFIRMATION BETWEEN  
CORPUS CHRISTI LIQUEFACTION, LLC  
AND PIONEER NATURAL RESOURCES USA, INC.**

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

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

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

Seller: Pioneer Natural Resources USA, Inc. ("Pioneer").  
Buyer: Corpus Christi Liquefaction, LLC ("CCL").<sup>10</sup>

**3. Contract Type:**

NAESB Base Contract for Sale and Purchase of Natural Gas and Transaction Confirmation.

**4. Date of the Contract:**

NAESB Base Contract: June 1, 2015.  
Confirmation: November 10, 2017.

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<sup>10</sup> There is no corporate affiliation between CCL and Pioneer.