

RECEIVED

By DOE/FE at 4:09 pm, Mar 23, 2018



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

Orrick, Herrington & Sutcliffe LLP

51 West 52nd Street
New York, NY 10019-6142

+1 212 506 5000

orrick.com

Lisa Tonery

E ltonery@orrick.com

D +1 212 506 3710

F +1 212 506 5151

**Re: Sabine Pass Liquefaction, LLC
FE Docket Nos. 10-85-LNG, 10-111-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG,
14-92-LNG & 15-63-LNG
DOE/FE Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669, 3792,
3306-A, 3307-A, 3384-A & 3669-B
Long-Term Supply Contracts**

Dear Ms. Sweeney:

DOE/FE has issued long-term orders under Section 3 of the Natural Gas Act authorizing Sabine Pass Liquefaction, LLC ("SPL") to export liquefied natural gas ("LNG") from the Sabine Pass LNG Terminal both to nations with which the United States has a free trade agreement requiring the national treatment for trade in natural gas and LNG ("FTA Nations") and to nations with which the United States has no such agreement ("Non-FTA Nations"). Specifically, DOE/FE has issued orders collectively authorizing LNG exports from the Sabine Pass LNG Terminal to FTA Nations in an amount of up to the equivalent of approximately 4.14 Bcf/d of natural gas in FE Docket Nos. 10-85-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG, and 14-92-LNG; and it has issued orders collectively authorizing LNG exports from the Sabine Pass LNG Terminal to Non-FTA Nations in an amount of up to the equivalent of approximately 4.14 Bcf/d of natural gas in FE Docket Nos. 10-111-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG and 15-63-LNG.¹

¹ Sabine Pass Liquefaction, LLC, Order Granting Long-Term Authorization to Export Liquefied Natural Gas from Sabine Pass LNG Terminal to Free Trade Nations, DOE/FE Order No. 2833, FE Docket No. 10-85-LNG (Sept. 7, 2010); Sabine Pass Liquefaction, LLC, Final Opinion and Order Granting Long-Term Authorization to Export Liquefied Natural Gas from Sabine Pass LNG Terminal to Non-Free Trade Agreement Nations, DOE/FE Order No. 2961-A, FE Docket No. 10-111-LNG (Aug. 7, 2012), Errata (Sept 4, 2012); Sabine Pass Liquefaction, LLC, Opinion and Order Denying Request for Rehearing of Order Denying Motion for Late Intervention, Dismissing Request for Rehearing of Order No. 2961-A, and Dismissing Motion for a Stay Pendente Lite, DOE/FE Order No. 2961-B, FE Docket No. 10-111-LNG (Jan. 25, 2013); Sabine Pass Liquefaction, LLC, Order Granting Authorization to Export Liquefied Natural Gas by Vessel Pursuant to the Long-Term Contract with Total Gas & Power North America, Inc. from the Sabine Pass LNG Terminal to Free Trade Agreement Nations, DOE/FE Order No. 3306, FE Docket No. 13-30-LNG (July 11, 2013); Sabine Pass Liquefaction, LLC, Order Granting Authorization to Export Liquefied Natural Gas by Vessel Pursuant to the Long-Term Contract with Centrica plc from the Sabine Pass LNG Terminal to Free Trade Agreement Nations, DOE/FE Order No. 3307, FE Docket No. 13-42-LNG (July 12, 2013); Sabine



Ms. Amy Sweeney
March 23, 2018
Page 2

In DOE/FE Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669, and 3792, DOE/FE directed SPL to file with DOE/FE's Office of Natural Gas Regulatory Activities "all executed long-term contracts associated with the long-term supply of natural gas"² to the Sabine Pass LNG Terminal. Additionally, DOE/FE has stated that it "recognizes that some information in . . . long-term contracts associated with the long-term supply of natural gas to the Sabine Pass LNG Terminal may be commercially sensitive."³ In this regard, DOE/FE has given SPL the option to file long-term contracts under seal along with a public summary of the major provisions of the contracts.⁴

SPL 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. SWN Energy Services Company, LLC
2. Eclipse Resources I, LP, as assigned to Eclipse Resources Marketing, LP
3. DTE Energy Trading, Inc.
4. Macquarie Energy LLC
5. BP Energy Company
6. J.P. Morgan Ventures Energy Corporation as assigned to Mercuria Energy Gas Trading LLC
7. Houston Pipe Line Company
8. Vitol Inc.

Pass Liquefaction, LLC, Order Granting Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel from the Sabine Pass LNG Terminal to Free Trade Agreement Nations, DOE/FE Order No. 3384, FE Docket No. 13-121-LNG (Jan. 22, 2014); Sabine Pass Liquefaction, LLC, Order Granting Long-Term Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel from the Sabine Pass LNG Terminal in Cameron Parish, Louisiana, to Free Trade Agreement Nations, DOE/FE Order No. 3595, FE Docket No. 14-92-LNG (Feb. 12, 2015); Sabine Pass Liquefaction, LLC, Final Opinion and Order Granting Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel from the Sabine Pass LNG Terminal Located in Cameron Parish, Louisiana, to Non-Free Trade Agreement Nations, DOE/FE Order No. 3669, FE Docket Nos. 13-30-LNG, 13-42-LNG & 13-121-LNG (June 26, 2015); Sabine Pass Liquefaction, LLC, Final Opinion and Order Granting Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel from the Sabine Pass LNG Terminal Located in Cameron Parish, Louisiana, to Non-Free Trade Agreement Nations, DOE/FE Order No. 3792, FE Docket No. 15-63-LNG (Mar. 11, 2016); Sabine Pass Liquefaction, LLC, Order Granting Withdrawal of Filing and Request for Clarification, DOE/FE Order Nos. 3306-A, 3307-A, 3384-A, & 3669-B, FE Docket Nos. 13-30-LNG, 13-42-LNG & 13-121-LNG (Oct. 31, 2017).

² *Id.*

³ *DOE/FE Order No. 3384*, at 10.

⁴ *Id.*



Ms. Amy Sweeney
March 23, 2018
Page 3

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 SPL a fixed quantity of natural gas on a firm, long-term basis. SPL intends to liquefy the natural gas secured under the Confirmations for export from the Sabine Pass LNG Terminal, 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.⁵ SPL respectfully requests that the NAESB Base Contracts and Confirmations be granted confidential treatment. A summary of the major provisions that are not deemed confidential is set forth in Appendix A hereto.

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
Sabine Pass Liquefaction, LLC*

⁵ The NAESB Base Contracts and Confirmations are being sent to DOE/FE via overnight mail.

Appendix A

Summary of Major Provisions of Natural Gas Purchase Agreements

**BASE CONTRACT FOR SALE AND PURCHASE OF NATURAL GAS
AND TRANSACTION CONFIRMATIONS BETWEEN
SABINE PASS LIQUEFACTION, LLC AND BP ENERGY COMPANY**

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

DOE Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669,
3792, 3306-A, 3307-A, 3384-A, & 3669-B.
FE Docket Nos. 10-85-LNG, 10-111-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG,
14-92-LNG & 15-63-LNG.

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

Seller: BP Energy Company ("BP").
Buyer: Sabine Pass Liquefaction, LLC ("SPL").¹⁰

3. Contract Type:

NAESB Base Contract for Sale and Purchase of Natural Gas and two (2) Transaction Confirmations.

4. Date of the Contract:

NAESB Base Contract: November 1, 2014.
Confirmation 1: May 24, 2017.
Confirmation 2: September 28, 2017.

¹⁰ There is no corporate affiliation between SPL and BP.