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RECEIVED

By Docket Room at 4:09 pm, Nov 30, 2022

November 30, 2022

Ms. Amy Sweeney, Director
Office of Regulation, Analysis and Engagement
Office of Fossil Energy and Carbon Management
Forrestal Building, FE-34
1000 Independence Ave. S.W.
Washington, D.C. 20585

**Re: In the Matter of Sabine Pass Liquefaction, LLC
FECM Docket Nos. 10-85-LNG, 10-111-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG,
14-92-LNG, 15-63-LNG, & 19-125-LNG
DOE/FECM Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669, 3792, 4520, &
4800 (each as may have been amended)
Long-Term Contract**

Dear Ms. Sweeney:

Sabine Pass Liquefaction, LLC ("Sabine Pass") hereby submits¹ for filing under seal, a non-redacted copy of:

- (i) the Assignment, Assumption and Consent Agreement, dated March 15, 2022, among Corpus Christi Liquefaction Stage III, LLC ("CCL3"), Sabine Pass, and Tourmaline Oil Marketing Corp. ("Counterparty") (the "Assignment Agreement") which assigns the Gas Supply Agreement (the "GSA" and together with the Assignment Agreement, the "Contract") entered into by CCL3 on July 15, 2021 with Counterparty² from CCL3 to Sabine Pass. Under the Contract, Counterparty will sell, and Sabine Pass will purchase, natural gas on a long-term basis. Sabine Pass intends to liquefy the natural gas purchased from Counterparty at the Sabine Pass LNG Terminal; and
- (ii) the long-term sale and purchase agreement (the "SPA" and together with the Contract, the "Agreements") entered into by Sabine Pass on November 1, 2022 with Cheniere Marketing International LLP ("CMI") for the long-term sale and export of liquefied natural gas from the Sabine Pass LNG Terminal.

Sabine Pass is also filing herewith a public summary of the major provisions of the Agreements. This filing is being submitted in accordance with Department of Energy, Office of Fossil Energy and Carbon Management ("DOE/FECM") Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669, 3792, 4520, and 4800 (each as may have been amended).³ Sabine Pass hereby

¹ The Agreements are being sent to DOE/FECM by overnight mail. The Assignment Agreement is also being filed contemporaneously under DOE/FECM Docket Nos. 12-97-LNG, 12-99-LNG, 19-124-LNG, & 18-78-LNG.

² CCL3 previously submitted the GSA to DOE/FECM for filing under seal on July 29, 2021.

³ *Sabine Pass Liquefaction, LLC, Order Granting Long-Term Authorization to Export Liquefied Natural Gas from Sabine Pass LNG Terminal to Free Trade Nations*, DOE/FECM Order No. 2833, FECM Docket No. 10-85-LNG (September 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*

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requests confidential treatment of the Agreements filed herewith, as they contain commercially sensitive information.

Should you have any questions, please contact the undersigned at (713) 375-5000.

Respectfully submitted,

/s/ Taylor Johnson
Taylor Johnson
Sabine Pass Liquefaction, LLC

Nations, DOE/FECM Order No. 2961-A, FECM Docket No. 10-111-LNG (August 7, 2012), Errata (September 4, 2012); 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/FECM Order No. 3306, FECM 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/FECM Order No. 3307, FECM Docket No. 13-42-LNG (July 12, 2013); Sabine 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/FECM Order No. 3384, FECM Docket No. 13-121-LNG (January 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/FECM Order No. 3595, FECM Docket No. 14-92-LNG (February 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/FECM Order No. 3669, FECM 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/FECM Order No. 3792, FECM Docket No. 15-63-LNG (March 11, 2016); Sabine Pass Liquefaction, LLC, Order Granting Long-Term Authorization to Export Liquefied Natural Gas to Free Trade Agreement Nations, DOE/FECM Order No. 4520, FECM Docket No. 19-125-LNG (April 14, 2020); Sabine Pass Liquefaction, LLC, Order Granting Long-Term Authorization to Export Liquefied Natural Gas to Non-Free Trade Agreement Nations, DOE/FECM Order No. 4800, FECM Docket No. 19-125-LNG (March 16, 2022).

Major Provisions Summary

GAS SUPPLY AGREEMENT, DATED JULY 15, 2021, BETWEEN SABINE PASS LIQUEFACTION, LLC (AS ASSIGNEE OF CORPUS CHRISTI LIQUEFACTION STAGE III, LLC) AND TOURMALINE OIL MARKETING CORP., AS ASSIGNED AND AMENDED BY THE ASSIGNMENT, ASSUMPTION AND CONSENT AGREEMENT, DATED MARCH 15, 2022⁴

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

FECM Docket Nos. 10-85-LNG, 10-111-LNG, 13-30-LNG, 13-42-LNG, 13-121-LNG, 14-92-LNG, 15-63-LNG, & 19-125-LNG
DOE/FECM Order Nos. 2833, 2961-A, 3306, 3307, 3384, 3595, 3669, 3792, 4520 & 4800
(each as may have been amended)

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

Seller: Tourmaline Oil Marketing Corp.
Buyer: Sabine Pass Liquefaction, LLC

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

Gas Supply Agreement
Assignment and Amendment of Gas Supply Agreement

4. Date of the Contract:

March 15, 2022 (original Gas Supply Agreement dated July 15, 2021)

5. Supply Period:

15 years

6. Annual Contract Quantity:

Approximately 50,000,000 MMBtu

7. Take or Pay Provisions:

Pursuant to the terms of the contract, in respect of any day, the Seller is obliged to deliver to Buyer a specified quantity of gas, or compensate the Buyer if not made available, unless otherwise excused under the contract. Similarly, in respect of any day, the Buyer is obliged to take a specified quantity of gas, or compensate the Seller if not taken, unless otherwise excused under the contract.

⁴ The Assignment Agreement is also being filed contemporaneously under DOE/FECM Docket Nos. 12-97-LNG, 12-99-LNG, 19-124-LNG, & 18-78-LNG.