

July 12, 2023

David Wochner
david.wochner@klgates.com

T +1 202 778 9014
F +1 202 778 9100

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

**Re: Rio Grande LNG, LLC – Amendment to Long Term Contract
DOE/FE Docket No. 15-190-LNG; DOE/FE Order Nos. 3869, 4492**

Dear Ms. Sweeney:

On March 28, 2019, Rio Grande LNG, LLC (“Rio Grande LNG”) entered into a long-term sale and purchase agreement (“SPA”) with Shell NA LNG LLC (“Shell”) for the sale and long-term export of liquefied natural gas (“LNG”) from the Rio Grande LNG facility (“Shell SPA”). On April 9, 2019, pursuant to Ordering Paragraph D of DOE/FE Order 3869, Rio Grande LNG submitted under seal an unredacted hard copy of the Shell SPA, as well as a summary of the major provisions of the Shell SPA for public posting.

On November 9, 2022, Rio Grande LNG and Shell executed an initial amended and restated Shell SPA. Subsequently, on June 20, 2023, Rio Grande LNG and Shell executed a second amended and restated Shell SPA. The second amended and restated Shell SPA revises certain pricing mechanisms provided in the Shell SPA on file with DOE/FE. The second amended and restated Shell SPA does not alter any of the material terms of the Shell SPA provided in the April 9, 2019 public summary. Rio Grande LNG is submitting for filing under seal by overnight mail, an unredacted copy of the second amended and restated Shell SPA. Rio Grande LNG respectfully requests confidential treatment of the second amended and restated Shell SPA to the greatest extent permitted by law because it contains highly confidential and commercially sensitive and proprietary information.

If you have any questions regarding this filing, please contact me at (202) 778-9014 or at david.wochner@klgates.com.

Best regards,



David Wochner
Counsel for Rio Grande LNG, LLC