

**UNITED STATES OF AMERICA  
DEPARTMENT OF ENERGY  
OFFICE OF FOSSIL ENERGY AND CARBON MANAGEMENT**

American LNG Marketing LLC

)  
)  
)  
)  
)  
**Docket No. 14-209-LNG**

**ANSWER OF AMERICAN LNG MARKETING LLC TO  
MOTION TO INTERVENE AND PROTEST OF PUBLIC CITIZEN, INC.**

Pursuant to section 590.303(e) of the regulations of the United States Department of Energy (“DOE”),<sup>1</sup> American LNG Marketing LLC (“American LNG Marketing”) submits this answer (“Answer”) to the Motion to Intervene and Protest of Public Citizen, Inc. (“Public Citizen”) filed on August 16, 2024 in the captioned docket (the “Motion”)<sup>2</sup> in response to American LNG Marketing’s Statement of Change in Control (the “Statement”).<sup>3</sup> DOE applies the “public interest” standard set forth in Natural Gas Act (“NGA”) section 3<sup>4</sup> to its review of authorizations to export natural gas (“Export Authorizations”) and changes in control of entities that hold such Export Authorizations. Nothing in the Motion suggests that the proposed change in control described in the Statement would render American LNG Marketing’s Non-FTA Export Authorization inconsistent with the public interest.<sup>5</sup>

Further, contrary to the assertions in the Motion, the Statement is not deficient. The Statement explains that, upon consummation of the Transaction, Miami LNG Acquirorco,

---

<sup>1</sup> 10 CFR 590.303.

<sup>2</sup> *Motion to Intervene and Protest of Public Citizen, Inc.*, DOE/FECM Docket No. 14-209-LNG (filed Aug. 16, 2024).

<sup>3</sup> *Statement of Change in Control: American LNG Marketing LLC*, DOE/FECM Docket No. 14-209-LNG (filed Jul. 1, 2024). Capitalized terms used but not defined herein have the meaning given in the Statement.

<sup>4</sup> 15 U.S.C. 717b(a).

<sup>5</sup> Pursuant to the DOE/FECM CIC Procedures, DOE/FECM will give immediate effect a statement of change in control with respect to Export Authorizations authorizing exports to countries with which the U.S. has entered into a FTA providing for national treatment for trade in natural gas. Therefore, the Motion has no bearing on public interest analysis underlying American LNG Marketing’s FTA Export Authorizations.

LLC, a Delaware limited liability company and a subsidiary of certain funds and investment vehicles of Pennybacker Capital Management LLC (“Pennybacker”) will “acquire 100% of the membership interests” in American LNG Marketing’s immediate parent company, and that as a result American LNG Marketing will be “100% controlled by Pennybacker.”<sup>6</sup> Accordingly, American LNG Marketing has satisfied the procedural requirements of the DOE/FECM CIC Procedures.

American LNG Marketing disagrees that there is an implicit obligation in the DOE/FECM CIC Procedures that would require the Statement to include disclosure of “the investors, individuals and entities that own, direct and control”<sup>7</sup> Pennybacker. However, as an investment adviser regulated by the Securities and Exchange Commission (“SEC”), Pennybacker publicly identifies in its Form ADV filed with the SEC the individuals that own or control the power to direct the management or policies of Pennybacker.<sup>8</sup> Thus, there is no need to “compel disclosure” of such entities as requested by the Motion, as all persons that own or control the power to direct the management or policies of Pennybacker are already publicly disclosed.

Therefore, DOE/FECM should issue an order determining that the proposed change in control would not render the underlying Non-FTA Export Authorization inconsistent with the public interest. To avoid delaying the closing of the Transaction, American LNG Marketing respectfully requests that such order be issued on an expedited basis.

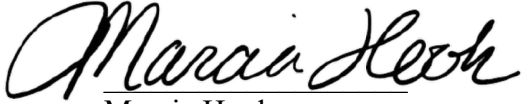
---

<sup>6</sup> Statement at 2-3.

<sup>7</sup> Motion at 1.

<sup>8</sup> See Pennybacker Form ADV at Item 12 Schedule A, identifying the parties that hold any direct ownership or control interest in Pennybacker, and Schedule B, identifying parties that hold indirect interest in Pennybacker. Pennybacker’s latest Form ADV can be accessed at <https://adviserinfo.sec.gov/firm/summary/160056> (select “View Latest Form ADV Filed”). Pennybacker has confirmed that there are no indirect owners not disclosed that have a greater than 10% voting interest in or that otherwise control Pennybacker.

Respectfully submitted,

A handwritten signature in black ink that reads "Marcia Hook". The signature is written in a cursive, flowing style.

Marcia Hook  
Clifford Chance US LLP  
2001 K Street, N.W.  
Washington, DC 20006  
Direct Dial: (202) 912-5116  
Mobile: (202) 286-3395  
[Marcia.Hook@cliffordchance.com](mailto:Marcia.Hook@cliffordchance.com)


Dated: August 20, 2024

## VERIFICATION

I, Cameron MacDougall, declare that I am General Counsel for New Fortress Energy Inc. and am duly authorized to make this Verification; that I have read the foregoing filing and that the facts therein stated are true and correct to the best of my knowledge, information, and belief.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated at New York, New York this 20th day of August, 2024.

  
\_\_\_\_\_  
Cameron MacDougall  
General Counsel  
New Fortress Energy Inc.

## CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document upon each person designated on the official service list compiled by the Secretary in this proceeding.

Dated at Washington, D.C. this 20th day of August, 2024.

A handwritten signature in black ink that reads "Marcia Hook". The signature is written in a cursive, flowing style.

Marcia Hook  
Clifford Chance US LLP  
2001 K Street, N.W.  
Washington, DC 20006  
Direct Dial: (202) 912-5116  
Mobile: (202) 286-3395  
[Marcia.Hook@cliffordchance.com](mailto:Marcia.Hook@cliffordchance.com)