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November 22, 2024

Ms. Amy Sweeney
Director, Office of Regulation, Analysis, and Engagement (FE-34)
Office of Resource Sustainability
Office of Fossil Energy and Carbon Management
U.S. Department of Energy
1000 Independence Avenue, SW
Washington, D.C. 20585
via email Fergas@hq.doe.gov

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**Re: Rio Grande LNG, LLC
FE Docket No. 15-190-LNG
Response to Public Citizen's Comment**

Dear Ms. Sweeney:

On November 18, 2024, Public Citizen, Inc. filed a comment (“Comment”) in the above-captioned docket stating that “[o]n May 20, 2024, the state-owned oil company of the United Arab Emirates, ADNOC, announced its acquisition of 11.7% equity stake in Phase 1 of Rio Grande LNG”¹ and urging the U.S. Department of Energy, Office of Fossil Energy and Carbon Management to inquire as to whether Rio Grande LNG, LLC (“Rio Grande”) is obligated to submit an associated notice of change in control pursuant to the CIC Procedures.²

In response, Rio Grande clarifies that the transaction referenced in the Comment is subject to certain conditions precedent, which have yet to occur, including Rio Grande reaching a final positive investment decision to proceed with its Train 4 Project. Accordingly, as of this date the transaction has not closed and ADNOC has not acquired an 11.7% equity stake in Rio Grande. Therefore, Rio Grande is not yet required to submit a notice of change in control pursuant to the CIC Procedures.

¹ See *Rio Grande LNG, LLC*, Comments Regarding a Potential Failure to Report a Change in Control, FE Docket No. 15-190-LNG, at 1 (Nov. 18, 2024).

² *Procedures for Changes in Control Affecting Applications and Authorizations to Import or Export Natural Gas*, 79 Fed. Reg. 65,541 (Nov. 5, 2014) (hereinafter “CIC Procedures”).

Ms. Amy Sweeney
November 22, 2024
Page 2



Should you have any questions, please contact the undersigned at (212) 506-3710.

Respectfully submitted,

/s/ Lisa M. Tonery

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*Attorneys for
Rio Grande LNG, LLC*

VERIFICATION

I, Vera de Gyarfas, declare that I am the General Counsel and Corporate Secretary for NextDecade Corporation, and am duly authorized to make this Verification; that I have read the foregoing instrument 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 Houston, TX this 22nd day of November, 2024.

/s/ Vera de Gyarfas

Vera de Gyarfas

General Counsel and Corporate Secretary

NextDecade Corporation

CERTIFICATE OF SERVICE

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

Dated at New York, N.Y. this 22nd day of November, 2024.

/s/ Dionne McCallum-George
Dionne McCallum-George
Executive Assistant on behalf of
Rio Grande LNG, LLC