



Southern LNG
Company, L.L.C.
a Kinder Morgan company

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By Docket Room at

08:00 am; 03/13/2017

March 10, 2017

U.S. Department of Energy
Attn: Mrs. Amy Sweeney
1000 Independence Avenue, S.W.
FE-34
RM 3E-052
Washington, D.C. 20585

RE: Elba Liquefaction Project – Long-Term Contracts
FE Docket Nos. 12-54-LNG and 12-100-LNG
DOE/FE Order Nos. 3106 and 3956

Dear Mrs. Sweeney:

On December 16, 2016, the Office of Fossil Energy of the Department of Energy authorized Southern LNG Company, L.L.C. (“SLNG”) to export liquefied natural gas (“LNG”) to non-Free Trade Agreement countries for volumes equivalent to 130 Bcf/year in DOE/FE Order No. 3596 (“Non-FTA Order”). Condition I(i) to the Non-FTA Order requires that SLNG file “with the Office of Regulation and International Engagement a non-redacted copy of all executed long-term contracts associated with the long-term export of LNG as agent for other entities from the Elba Island Terminal” and either “(a) a redacted version of the contracts . . . or (b) major provisions of the contracts.” On May 17, 2016, SLNG provided under seal the long-term contracts relating to the liquefaction and export services. Please find attached an updated summary form describing the long-term contracts for liquefaction and export services. This filing completes the requirements of Condition I(i).

If you have any questions regarding this filing, please contact the undersigned at (205) 325-7494 or at meghan_coffman@kindermorgan.com.

Sincerely,

Margaret G. Coffman
Elba Liquefaction Company, L.L.C.
Southern LNG Company, L.L.C.
Assistant General Counsel

c: Mr. Benjamin Nussdorf

Enclosure

**LONG TERM CONTRACT – LNG EXPORTS
MAJOR PROVISIONS SUMMARY**

1. **DOE/FE Order No(s):** 3106, 3956
DOE/FE Docket No(s): 12-54-LNG, 12-100-LNG

2. **LNG Liquefaction/Export Facility and Location:**

Elba Island LNG Terminal on Elba Island, in Chatham County, State of Georgia

3. **Describe affiliation with LNG Liquefaction Export Facility (e.g. owner, capacity holder, etc.):**

Facility Owners

Import/Export Terminal: Southern LNG Company, L.L.C. (“Southern LNG”)
Liquefaction Facility Owner: Elba Liquefaction Company, L.L.C. (“ELC”)

Capacity holder on liquefaction and export: Shell NA LNG LLC (“SNALNG”)

The contracts are in place with Southern LNG Company, L.L.C., the current owner of the existing Elba Island LNG terminal facility located on Elba Island, in Chatham County, State of Georgia (“Elba LNG Terminal”), in which ship loading and export service will be provided upon completion of construction, and Elba Liquefaction Company, L.L.C. in which liquefaction service will be provided upon completion of construction of the liquefaction facilities which will be located at the Elba LNG Terminal. Southern LNG is a wholly-owned subsidiary of Kinder Morgan, Inc. Elba Liquefaction Company, L.L.C. is a joint venture owned by a subsidiary of Kinder Morgan, Inc. (51%) and a related investment company of EIG Global Energy Partners Investment Funds (49%).

4. **Exact Legal Name of Parties/Counterparties to Contract:**

Elba Liquefaction Company, L.L.C.
Southern LNG Company, L.L.C.
Shell NA LNG LLC

5. **5a. Contract Type (e.g., Purchase and Sale Agreement; Liquefaction Tolling Agreement, etc.):**

Liquefaction Tolling Agreement
Ship Loading Services Agreement (Export Service)

5b. Firm or Interruptible Contracts:

Firm

6. Date of Contracts:

January 25, 2013. The Liquefaction Service Agreement and Ship Loading Services Agreement (Export Service) were amended and restated on July 15, 2015 and the First Amendment to the Amended and Restated Liquefaction Service Agreement and Amended and Restated Ship Loading Services Precedent Agreement was executed on October 14, 2016.

7. Contract Term:

20 years from completion of construction and in service date of the last liquefaction train at the Elba Island liquefaction facility.

8. Quantity (Annual and Total, if appropriate, include +/- % flexibility):

The full liquefaction capacity of the equipment up to 2.5 metric tons per annum of LNG (approximately 0.37 billion cubic per day of gas)

9. Take or Pay (or equivalent) Provisions/Conditions (please describe):

The liquefaction tolling agreement is a take-or-pay contract, pursuant to which the customer pays a fixed fee for the right to receive liquefaction services in respect of natural gas delivered by the customer to the Elba Island LNG facility, up to a maximum agreed quantity.

10. Supplier (title holder) of Natural Gas to Liquefaction Facility (include whether long or short-term supply, or both), if appropriate. If this does not include the Purchase or Sale of Natural Gas, please mark this Section "Not Applicable":

Not Applicable.

11. Legal Name of Entity(ies) that has (have) title of the Natural Gas and LNG through the LNG Facility until Export (at the Flange of the Vessel):

Shell NA LNG LLC

12. Export Destination Restrictions in the Contract:

The contract restricts exports of LNG received by the customer from the Elba Island liquefaction facility to destination countries permitted under (i) the applicable DOE/FE export authorizations and (ii) U.S. law and policy.

13. Resale Provisions:

The contract requires that the customer's direct and indirect sales or transfers of LNG received from the Elba Island liquefaction facility be for delivery only to countries permitted under (i) the applicable DOE/FE export authorizations and (ii) U.S. law and policy.

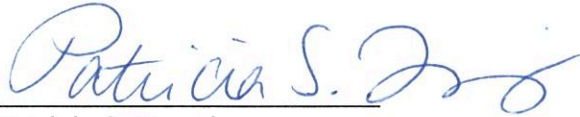
14. Other Major Non-proprietary Provisions, if Applicable:

None.

I affirm that the foregoing is true and accurate to the best of my knowledge.

DATED: March 10, 2017

SUBMITTED BY:

A handwritten signature in blue ink that reads "Patricia S. Francis". The signature is written in a cursive style with a horizontal line underneath the name.

Patricia S. Francis
Assistant General Counsel
Southern LNG Company, L.L.C.