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February 14, 2014

VIA FEDEX AND E-MAIL

Mr. John Anderson
Office of Fossil Energy
U.S. Department of Energy
1000 Independence Ave., SW
Washington, D.C. 20585

**Re: Sabine Pass Liquefaction, LLC
FE Docket Nos. 10-85-LNG and 10-111-LNG**

Dear Mr. Anderson:

On September 7, 2010, the U.S. Department of Energy, Office of Fossil Energy ("DOE/FE") issued an Order granting Sabine Pass Liquefaction LLC's ("Sabine Pass") application under Section 3 of the Natural Gas Act ("NGA")¹ for long-term, multi-contract authorization to export up to the equivalent of 803 billion cubic feet ("Bcf") per year of liquefied natural gas ("LNG") from the Sabine Pass LNG Terminal in Cameron Parish, Louisiana ("Sabine Pass LNG Terminal") to nations with which the United States has entered, or in the future enters, into a free trade agreement ("FTA") requiring the national treatment for trade in natural gas.² On August 7, 2012, DOE/FE issued a Final Opinion and Order granting Sabine Pass's application under NGA Section 3 for long-term, multi-contract authorization to export up to the equivalent of 803 Bcf per year of LNG from the Sabine Pass LNG Terminal to nations with which the United States has not entered into an FTA requiring the national treatment for trade in natural gas.³

In both DOE/FE Order No. 2833 and DOE/FE Order No. 2961-A, DOE/FE directed Sabine Pass to file with DOE/FE's Office of Natural Gas Regulatory Activities "all executed long-term contracts associated with the long-term supply of natural gas to the Sabine Pass LNG

¹ 15 U.S.C. § 717b (2012).

² *Sabine Pass Liquefaction, LLC, Order Granting Long-Term Authorization to Export Liquefied Natural Gas from Sabine Pass LNG Terminal to Free Trade Nations*, DOE/FE Order No. 2833, FE Docket No. 10-85 (2010) [hereinafter DOE/FE Order No. 2833].

³ *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 Nations*, DOE/FE Order No. 2961-A, FE Docket No. 10-111-LNG (Aug. 7, 2012) [hereinafter DOE/FE Order No. 2961-A].

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NORTON ROSE FULBRIGHT

Fulbright & Jaworski LLP
666 Fifth Avenue, 31st Floor
New York, New York 10103-3198
United States

Lisa Tonery
Partner
Direct line +1 212 318 3009
lisa.tonery@nortonrosefulbright.com

Tel +1 212 318 3000
Fax +1 212 318 3400
nortonrosefulbright.com

Terminal . . . within 30 days of their execution.”⁴ More recently, DOE/FE has stated that it “recognizes that some information in long-term contracts associated with the long-term supply of natural gas to the Sabine Pass LNG Terminal may be commercially sensitive.”⁵ Thus, DOE/FE has given Sabine Pass the option to file long-term contracts under seal along with a public summary of the major provisions of the contracts.⁶

Sabine Pass recently entered into two long-term gas supply purchase confirmation transactions (together, the “Confirmations”) pursuant to a North American Energy Standards Board Base Contract for Sale and Purchase of Natural Gas that Sabine Pass and EQT Energy, LLC (“EQT Energy”) executed on December 30, 2013, as amended on January 16, 2014 (“NAESB Base Contract”).⁷ The Confirmations are associated with the firm, long-term supply of natural gas to the Sabine Pass LNG Terminal. Sabine Pass intends to liquefy the natural gas secured under the Confirmations for export pursuant to the authorizations granted in the above-referenced proceedings. The NAESB Base Contract and Confirmations contain commercially sensitive information, and are filed herewith under seal. A public summary of the major provisions that are not deemed confidential is set forth below.

I. Public Summary of Contracts

A. Transaction Confirmation #1

On January 16, 2014, Sabine Pass, as buyer, and EQT Energy, as seller, executed a Transaction Confirmation (“Transaction Confirmation #1”) pursuant to the NAESB Base Contract. Under Transaction Confirmation #1, Sabine Pass agreed to buy natural gas from EQT Energy for a five-year term beginning on the first day of the month immediately succeeding the date on which all three of the following conditions have been met: (1) Sabine Pass has notified EQT Energy that the first commercial delivery of LNG from the first LNG liquefaction train at the Sabine Pass liquefaction facility (Train 1) has occurred; (2) the commercial in-service date of EQT Energy’s firm transportation on Texas Eastern Transmission Co.’s (“TETCO”) TEAM2014 project has occurred; and (3) the commercial in-service date of the Creole Trail Pipeline (“CTPL”) interconnect to receive gas from the TETCO Gillis Meter has occurred. The primary delivery point, subject to a condition precedent, is at the TETCO delivery meter located at its Gillis Interconnect into the CTPL system. There are no take-or-pay or equivalent provisions/conditions or restrictions in Transaction Confirmation #1.

B. Transaction Confirmation #2

On January 16, 2014, Sabine Pass, as buyer, and EQT Energy, as seller, executed a Transaction Confirmation (“Transaction Confirmation #2”) pursuant to the NAESB Base

⁴ DOE/FE Order No. 2833 at Ordering paragraph D; DOE/FE Order No. 2961-A at Ordering paragraph G.

⁵ *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* 10, DOE/FE Order No. 3384, FE Docket No. 13-121-LNG (2013).

⁶ *Id.*

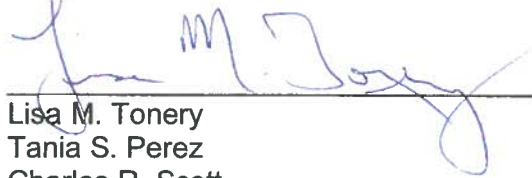
⁷ There is no corporate affiliation between Sabine Pass and EQT Energy.

Contract. Under Transaction Confirmation #2, Sabine Pass agreed to buy natural gas from EQT Energy for a five-year term beginning on the first day of the month immediately succeeding the date on which all three of the following conditions have been met: (1) Sabine Pass has notified EQT Energy that the first commercial delivery of LNG from the first LNG liquefaction train at the Sabine Pass liquefaction facility (Train 1) has occurred; (2) the commercial in-service date of EQT Energy's firm transportation on TETCO's Gulf Markets project has occurred; and (3) the commercial in-service date of the CTPL interconnect to receive gas from the TETCO Gillis Meter has occurred. The primary delivery point is at the TETCO delivery meter located at its Gillis Interconnect into the CTPL system. There are no take-or-pay or equivalent provisions/conditions or restrictions in Transaction Confirmation #2.

II. Request for Confidential Treatment

In the NAESB Base Contract, Sabine Pass and EQT Energy agreed that confidentiality would apply to the terms of any transaction under the NAESB Base Contract, and thus to the Confirmations. Sabine Pass respectfully submits that the NAESB Base Contract and Confirmations—as well as any further information regarding their specific terms—should be exempted from public disclosure, because they contain commercially sensitive information.

Respectfully submitted,



Lisa M. Tonery
Tania S. Perez
Charles R. Scott
Attorneys for Sabine Pass Liquefaction, LLC

LMT

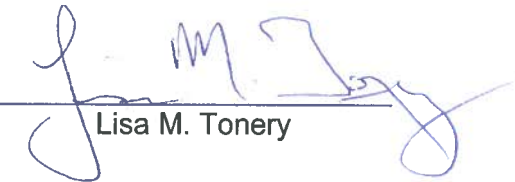
Enclosures filed under seal

VERIFICATION

State of New York)

County of New York)

BEFORE ME, the undersigned authority, on this day personally appeared Lisa M. Tonery, who, having been by me first duly sworn, on oath says: that she is the Attorney for Sabine Pass Liquefaction, LLC, and is duly authorized to make this Verification; that she has read the foregoing instrument; and that the facts therein stated are true and correct to the best of her knowledge, information, and belief.



Lisa M. Tonery

SWORN TO AND SUBSCRIBED before me on the 14th day of February, 2014.

Name: 

Title: Notary Public

My Commission expires:

McCALLUM GEORGE DIONNE
Notary Public, State of New York
No. 01MC6249522
Qualified in Queens County
Commission Expires Oct. 11, 2015

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 these proceedings.

Dated at New York, N.Y., this 14th day of February, 2014.

A handwritten signature in blue ink, appearing to read "Dionne McCallum-George", written over a horizontal line.

Dionne McCallum-George
Legal Secretary on behalf of
Sabine Pass Liquefaction, LLC