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April 23, 2025

DELIVERED VIA COURIER AND EMAIL

U.S. Department of Energy
Office of Fossil Energy and Carbon Management
FE-34 - ROOM 3E-056
1000 Independence Avenue, S.W.
Washington DC 20585
Attention: Amy Sweeney
Director, Office of Regulation, Analysis, and Engagement

Re: ***Mexico Pacific Limited LLC, FE Docket Nos. 18-70-LNG and 22-167-LNG*** –
Submission of Long-Term LNG Sale Agreement

Dear Ms. Sweeney:

In accordance with Order No. 4248¹ and Order No. 4312, Ordering Paragraph G,² and Order No. 4995,³ I am hereby submitting on behalf of Mexico Pacific Limited LLC (“MXP”) and México Pacific LNG Exports, S. de R.L. de C.V. (“MXP Exports”), under seal, a non-redacted copy of an executed liquefied natural gas (“LNG”) sale and purchase agreement associated with the export of LNG from the proposed MXP Facility to be constructed in the State of Sonora, Mexico. MXP is filing herewith the following:

- (1) LNG Sale and Purchase Agreement dated April 10, 2025, between MXP Exports as the Seller and Mexico Pacific LNG Markets, LLC (“MXP Markets”) as the Buyer (the “Contract”); and

¹ *Mexico Pacific Limited LLC*, DOE/FE Order No. 4248 at 10-11 (Sept. 19, 2018).

² *Mexico Pacific Limited LLC*, DOE/FE Order No. 4312 (Dec. 14, 2018) (“Order No. 4312”).

³ *Mexico Pacific Limited LLC*, DOE/FECM Order No. 4995 at 12, Docket No. 22-167-LNG (Apr. 28, 2023).

- (2) A summary of the major provisions of the Contract (attached as Exhibit 1 hereto).

Order No. 4312 authorizes MXP to export LNG as an agent for others, after such other entities register with the Office of Fossil Energy and Carbon Management (“DOE/FECM”). On April 25, 2022, MXP and MXP Exports filed with DOE/FECM the registration materials required by Order No. 4312 to allow MXP to act as agent for MXP Exports. The Contract submitted herewith provides that MXP Exports will sell to MXP Markets a portion of the LNG MXP Exports lifts from the MXP Facility.

The non-redacted Contract contains highly sensitive and confidential commercial, financial, and proprietary information. Accordingly, the Contract is being delivered via courier to, and filed with, DOE/FECM under seal on a confidential basis and not for public disclosure, as authorized by Order No. 4312. MXP submits that the Contract meets the six criteria set forth in 10 C.F.R. § 1004.11(f) for determining whether information is exempt from mandatory disclosure pursuant to the Administrative Procedure Act, 5 U.S.C. § 552(b)(4):

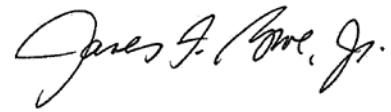
- (1) The Contract has been held in confidence by MXP and the respective counterparties, and the Contract contains a confidentiality provision.
- (2) The Contract contains information of a type that is customarily held in confidence by the parties, and there is a reasonable basis to keep sensitive commercial terms, including but not limited to pricing terms, confidential to avoid competitive harm.
- (3) MXP is submitting the Contract to DOE/FECM under seal, with a request to keep the Contract confidential.
- (4) The Contract is not publicly available.
- (5) Public disclosure of the Contract by DOE/FECM is likely to cause other export license holders or registrants to be reluctant to submit unredacted copies of their gas supply agreements to DOE/FECM; thus, public disclosure could impair DOE/FECM’s ability to obtain similar information from others in the future; and
- (6) Disclosure of the unredacted Contract is likely to cause substantial harm to the competitive positions of MXP and the counterparties to the Contract.

For the foregoing reasons, MXP respectfully requests that the non-redacted copies of the Contract be kept confidential by DOE/FECM.

Please contact me if you have any questions.

Amy Sweeney
April 23, 2025
Page 3

Sincerely,

A handwritten signature in black ink, reading "James F. Bowe, Jr." in a cursive script.

James F. Bowe, Jr.
Partner

JFB:
Attachments

EXHIBIT 1

SUMMARY OF MAJOR PROVISIONS

LNG Sale and Purchase Agreement dated April 10, 2025

1. *DOE Order/FE Docket No(s):*
DOE/FE Order Nos. 4248, 4312, and 4995
FE Docket Nos. 18-70-LNG and 22-167-LNG
2. *LNG Liquefaction/Export Facility and Location:*
The MXP Facility is located adjacent to Puerto Libertad, State of Sonora, Mexico.
3. *Describe affiliation with LNG Liquefaction Export Facility (e.g., owner, capacity holder, etc.):*
Mexico Pacific Limited LLC (“MXP”) is the owner of the MXP Facility and México Pacific LNG Exports, S. de R.L. de C.V. (“MXP Exports”) is a wholly-owned subsidiary of MXP. Mexico Pacific LNG Markets, LLC (“MXP Markets”) is a wholly-owned subsidiary of MXP.
4. *Exact Legal Name of Parties/Counterparties to Contract:*
Seller: México Pacific LNG Exports, S. de R.L. de C.V. (“Seller”)
Buyer: Mexico Pacific LNG Markets, LLC (“Buyer”)
5. *a. Contract Types (e.g. Purchase and Sale Agreement, Liquefaction Tolling Agreement, etc.):*
LNG sale and purchase agreement.
b. Firm or Interruptible Contract:
Firm
6. *Date of the Contract:*
April 10, 2025
7. *Contract Term:*
Twenty (20) years from the MXP Facility’s commercial operations date.
8. *Annual Quantity:*
Seller agrees to supply, and Buyer agrees to purchase, up to 8.05 mtpa of LNG in the aggregate.
9. *Take or Pay (or equivalent) Provisions/Conditions:*
Yes.
10. *Legal Name of Entity (ies) that has (have) Title to the Natural Gas and LNG through the LNG Facility until Export:*

México Pacific LNG Exports, S. de R.L. de C.V.

11. *Export Destination Restrictions in the Contracts:*

Section 18 contains provisions through which Buyer acknowledges and agrees that it will resell or transfer LNG for delivery only to countries identified in the relevant DOE orders or to purchasers that have agreed in writing to limit their direct or indirect resale or transfer of such natural gas or LNG to such countries.

12. *Resale Provisions:*

None.

13. *Other Major Non-proprietary Provisions, if Applicable:*

None.

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

Mexico Pacific Limited LLC

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Docket No. 18-70-LNG

Docket No. 22-167-LNG

CERTIFICATE OF SERVICE

Pursuant to 10 C.F.R. § 590.107, I, Tyler R. Brown, hereby certify that I caused the Submission of LNG Sale Agreement dated April 23, 2025, to be served on the persons included on the official service list for this docket, as provided by DOE/FECM, on April 23, 2025.

/s/Tyler R. Brown
Tyler R. Brown
King & Spalding LLP
1180 Peachtree Street, NE
Suite 1600
Atlanta, GA 30309
Tel: 404 572-2809
trbrown@kslaw.com

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

Mexico Pacific Limited LLC

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Docket No. 18-70-LNG

Docket No. 22-167-LNG

VERIFICATION

Pursuant to 10 C.F.R. § 590.103(b), I, Tyler R. Brown, hereby verify under penalty of perjury that I am authorized to execute this verification, that I have read the Submission of LNG Sale Agreement dated April 23, 2025, and that the facts stated therein are true and correct to the best of my knowledge.

Electronically signed at Atlanta, GA, on April 23, 2025.

/s/Tyler R. Brown
Tyler R. Brown
King & Spalding LLP
1180 Peachtree Street, NE
Suite 1600
Atlanta, GA 30309
Tel: 404 572-2809
trbrown@kslaw.com