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June 4, 2026

Ms. Amy Sweeney  
Director, Office of Global Energy Security  
and Office of Strategic Resources  
U.S. Department of Energy  
1000 Independence Avenue, SW  
Washington, D.C. 20585

RE: NFE Altamira FLNG, S. de R.L. de C.V.  
Docket No. 22-110-LNG

Dear Ms. Sweeney:

In accordance with the U.S. Department of Energy's ("DOE") *Procedures for Changes in Control Affecting Applications and Authorizations To Import or Export Natural Gas* ("CIC Procedures")<sup>1</sup> and the authorizations granted by DOE to NFE Altamira FLNG, S. de R.L. de C.V. ("NFE Altamira") for the export of natural gas to free-trade agreement ("FTA")<sup>2</sup> and non-FTA nations,<sup>3</sup> NFE hereby submits information regarding an anticipated change in control in the upstream ownership of NFE Altamira and a notice of amendment for NFE Altamira's pending request to

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<sup>1</sup> See *CIC Procedures*, 79 Fed. Reg. 65,541, 65,542 (Nov. 5, 2014).

<sup>2</sup> See *NFE Altamira*, DOE/FECM Order No. 4960, Docket No. 22-110-LNG (Mar. 3, 2023), <https://www.energy.gov/sites/default/files/2023-03/ord4960.pdf> ("FTA Order").

<sup>3</sup> See *NFE Altamira*, DOE/FECM Order No. 5156, Docket No. 22-110-LNG (Aug. 31, 2024), [https://www.energy.gov/sites/default/files/2024-08/ord5156\\_new.pdf](https://www.energy.gov/sites/default/files/2024-08/ord5156_new.pdf) ("Non-FTA Order").

Ms. Amy Sweeney  
June 4, 2026  
Page 2

extend the length of its liquefied natural gas (“LNG”) export authorization to non-FTA nations in DOE Docket No. 22-110-LNG (“Extension Request”).<sup>4</sup>

#### CONTACT INFORMATION

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#### BACKGROUND

NFE Altamira submitted applications for export authorizations in connection with its affiliate’s (Mexico LNG S. de R.L. de C.V. (“Mexico FLNG”)) development of a floating liquefaction and export terminal project. The facility known as New Fortress Energy’s Altamira FLNG Project (“Project”) is located off the coast of Altamira Tamaulipas, Mexico, in the Gulf of Mexico. NFE Altamira is a Mexican trading company with its principal place of business in Mexico City, Mexico. NFE Altamira is an indirect, wholly owned subsidiary of New Fortress Energy, Inc. (“NFE”), which has its principal place of business in New York, New York and is publicly traded on the Nasdaq. Mexico FLNG owns the Project and is an indirect wholly owned subsidiary of NFE. The Project exported its first LNG cargo on August 9, 2024.<sup>5</sup>

On March 3, 2023, DOE’s Office of Fossil Energy and Carbon Management (“DOE/FECM”) issued Order No. 4960 (Order Granting Long-Term Authorization to

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<sup>4</sup> See *NFE Altamira*, Docket No. 22-110-LNG, Request for Extension of Term (Apr. 1, 2025), [https://www.energy.gov/sites/default/files/2025-04/NFE%20Non-FTA%20Term%20Extension%20Request\\_22-110-LNG.pdf](https://www.energy.gov/sites/default/files/2025-04/NFE%20Non-FTA%20Term%20Extension%20Request_22-110-LNG.pdf) (“Extension Request”).

<sup>5</sup> See *NFE Altamira*, Docket No. 22-110-LNG, Notification of First Export (Aug. 23, 2024), <https://www.energy.gov/sites/default/files/2024-08/NFE%20First%20Export%20Notice.pdf>.

Export Natural Gas to Mexico and to Other FTA Nations) in Docket No. 22-110-LNG. Order No. 4960 authorized NFE Altamira to export U.S.-sourced natural gas by pipeline from the United States to Mexico and, after liquefaction in Mexico, to re-export the U.S.-sourced natural gas (whether purchased in the United States or Mexico) in the form of LNG by vessel from the Project to FTA-nations (“FTA Authorization”).<sup>6</sup> The volume authorized in Order No. 4960 is 158 billion cubic feet (“Bcf”) per year of natural gas with a term through December 31, 2050.<sup>7</sup> Additionally, the FTA Authorization permits NFE Altamira to export LNG on its own behalf and as agent, by contract, for other entities that hold title to natural gas or LNG being exported.<sup>8</sup>

On August 31, 2024, DOE/FECM issued Order No. 5156 (Order Granting Long-Term Authorization to Re-Export U.S.-Sourced Natural Gas In the Form of LNG From Mexico to Non-FTA Nations) in Docket No. 22-110-LNG. While NFE Altamira had requested an export term for its Non-FTA authorization to extend through December 31, 2050, Order 5156 granted the authorization for a term of only five years, beginning on August 31, 2024, and extending through August 30, 2029.<sup>9</sup> Under Order No. 5156, NFE Altamira is authorized to re-export to non-FTA nations (so long as not prohibited by U.S. law or policy) a volume of 145 Bcf per year of U.S.-sourced natural gas in the form of LNG (whether the U.S.-sourced natural gas is purchased in the United States or Mexico) by vessel from the Project (“Non-FTA Authorization”).<sup>10</sup> The Non-FTA Authorization permits NFE Altamira to export LNG on its own behalf and as agent, by contract, for other entities that hold title to natural gas or LNG being exported.<sup>11</sup>

On April 1, 2025, NFE Altamira filed a request to extend the term authorized in the Non-FTA Order. Specifically, NFE Altamira requested “that DOE/FECM issue an order amending its Non-FTA Order to reflect the term originally requested—i.e.,

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<sup>6</sup> FTA Order at 15–16, Ordering para. A.

<sup>7</sup> *Id.*

<sup>8</sup> *Id.*

<sup>9</sup> *See* Non-FTA Order at 6, 35–36, 39–40, Ordering para. A.

<sup>10</sup> *Id.* at 39–40, Ordering para. A.

<sup>11</sup> *Id.*

through December 31, 2050—at the earliest date possible.”<sup>12</sup> DOE has not yet acted on that request.

### **DESCRIPTION OF THE TRANSACTION**

On March 17, 2026, NFE and certain of its subsidiaries entered into a restructuring support agreement (“RSA”). The RSA sets forth principal terms for a comprehensive restructuring of the NFE’s principal funded debt obligations. Under the RSA, NFE will separate into two separate, independent companies: one generally comprising NFE’s businesses and assets in Brazil (“BrazilCo”), and the other generally comprising NFE’s other businesses and assets, which will be retained by NFE.

Among other things, the RSA contemplates the exchange of certain debt obligations for NFE equity securities, including (but not limited to) shares of NFE common stock representing 65 percent of NFE common stock (before giving effect to an incentive plan for directors, officers and other employees of NFE or any conversion of the preferred stock into NFE common stock) and preferred stock with an aggregate liquidation preference of up to \$2.5 billion. The holders of the preferred stock will have the right to vote such shares on an as-converted basis, and will vote together with holders of NFE common stock on all matters submitted to the holders for approval.

Should the transaction close, the following groups of investment funds will each acquire between 10 percent and 20 percent of the voting securities of NFE, based on current holdings:

- Capital Research and Management Company (“CRMC”), a Delaware corporation and U.S. Securities and Exchange Commission registered investment advisor, or a CRMC-affiliated entity, serves as the discretionary investment manager, severally and not jointly, for and on behalf of 31 funds and accounts acquiring equity in NFE on the basis of individual advisory and service agreements.
- Fidelity Management & Research Company LLC, a Delaware limited liability company and U.S. registered investment advisor, or affiliated entities thereof, advises, sub-advises or provides investment management services to over 80 funds and accounts that will acquire equity in NFE.

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<sup>12</sup> Extension Request at 3.

- Strategic Value Partners, LLC, a Delaware limited liability company and U.S. registered investment advisor, or affiliated entities thereof, advises or provides investment management services to four fund complexes that will acquire equity in NFE.

#### CHANGE IN CONTROL PROCEDURES

Under DOE's regulations, "[a]uthorizations by the Assistant Secretary to import or export natural gas shall not be transferable or assignable, unless specifically authorized by the Assistant Secretary."<sup>13</sup> NFE Altamira's FTA and Non-FTA export authorizations require compliance with DOE's CIC Procedures.<sup>14</sup> As explained by DOE,

[I]t construes a change in control to mean a change, directly or indirectly, of the power to direct the management or policies of an entity whether such power is exercised through one or more intermediary companies or pursuant to an agreement, written or oral, and whether such power is established through ownership or voting of securities, or common directors, officers, or stockholders, or voting trusts, holding trusts, or debt holdings, or contract, or any other direct or indirect means. DOE has explained that a rebuttable presumption that control exists will arise from the ownership or the power to vote, directly or indirectly, 10 percent or more of the voting securities of such entity.<sup>15</sup>

Additionally, "[e]ntities may file notice of changes in control before such changes have been effectuated" and "must file notice of changes in control no later than 30 days after such changes have been effectuated or 30 days after publication of [the CIC Procedures], whichever is later, unless good cause is shown for a later filing."<sup>16</sup>

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<sup>13</sup> 10 C.F.R. § 590.405.

<sup>14</sup> See FTA Order at 19, Ordering para. K; Non-FTA Order at 42–43, Ordering para. I.

<sup>15</sup> *CIC Procedures*, 79 Fed. Reg. at 65,542.

<sup>16</sup> *Id.*

NFE Altamira submits the instant filing in advance of the closing of the transaction to ensure certainty at the time of closing regarding the regulatory status of the change in control.<sup>17</sup> NFE Altamira anticipates that the closing will occur sometime during the second quarter of 2026.

For the FTA Authorization, NFE Altamira requests that the change in control be given immediate effect upon the closing of the transaction.<sup>18</sup>

For the existing Non-FTA Authorization, NFE Altamira requests that DOE promptly publish a notice of the change in the *Federal Register* to provide the fifteen-day period for intervention, protest, and answers to the statement of change in control. If no protests are filed regarding the change in control and DOE takes no action on its own motion, the change in control will be deemed granted 30 days after publication in the *Federal Register*.<sup>19</sup> If, however, “one or more protests are submitted, DOE will review any motions to intervene, protests, and answers, and will issue a determination as to whether the proposed change in control has been demonstrated to render the underlying authorization inconsistent with the public interest.”<sup>20</sup> Accordingly, NFE Altamira requests that no later than June 26, 2026, DOE issues a response stating that the change in control is effective upon the date that the transaction closes. NFE Altamira will notify DOE after the transaction closes.

As explained above, NFE Altamira has a request pending before DOE in Docket No. 22-110-LNG to extend the term of its Non-FTA Authorization through December 31, 2050. A pending non-FTA application may be amended “to reflect a change in control by submitting notice of such amendment to DOE and serving that notice on other parties in the proceeding, as provided in 10 CFR 590.107.”<sup>21</sup> The change in control will be given immediate effect but, should answers be filed within 15 days of service of the pleading, DOE “will address the issues raised in any answers

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<sup>17</sup> DOE has previously granted a change in control to become effective upon closing of a transaction. *See, e.g., Driftwood LNG LLC*, DOE/FECM Order No. 5173, Docket No. 16-144-LNG at 5–6 (Sep. 26, 2024), [https://www.energy.gov/sites/prod/files/2017/07/f35/DriftwoodCIC\\_response\\_16\\_144\\_LNG.pdf](https://www.energy.gov/sites/prod/files/2017/07/f35/DriftwoodCIC_response_16_144_LNG.pdf) (stating that the change in control would be effective upon close of the transaction).

<sup>18</sup> *See CIC Procedures*, 79 Fed. Reg. at 65,542 (explaining that, for FTA authorizations, “DOE will give immediate effect to the change in control and take no further action”).

<sup>19</sup> *See id.*

<sup>20</sup> *Id.*

<sup>21</sup> *Id.*

to such an amendment in its final order on the pending application.”<sup>22</sup> Unless a filing in opposition demonstrates that the change in control is inconsistent with the public interest or unless DOE independently makes such a determination, no further action will be taken by DOE and the amendment will remain in effect. Because of the need for regulatory certainty at the time of the transaction’s closing, NFE Altamira respectfully requests that DOE act no later than June 26, 2026, on the amendment to extend the Non-FTA Authorization through December 31, 2050, and the change in control amendment to the pending Extension Request.

With regard to the change in control for NFE Altamira’s DOE authorizations, the only change of control that will occur as a result of the transaction is the above-referenced addition of the three new groups of funds that will become equity investors in NFE. To the extent that the change in control does not affect the facts that DOE relied upon in making its determination that the requested export authorization is not inconsistent with the public interest under Natural Gas Act (“NGA”) section 3,<sup>23</sup> DOE may conclude that the change in control does not disturb DOE’s prior public interest determination. In this case, the requested change in control will have no effect on “the scope of the . . . project, the total volume of gas . . . , the date of commencement or completion of the [export facilities], the source and security of the gas supply, the price and other terms of the transaction, or the proven need for the supply.”<sup>24</sup> Thus, DOE may conclude that the change in control for the Non-FTA Authorization is consistent with the public interest.

For all the reasons stated in the FTA Order and the Non-FTA Order, the existing export authorizations remain consistent with NGA section 3. Moreover, no party has demonstrated that the Extension Request, which seeks to extend the term of the Non-FTA Authorization, is inconsistent with the public interest, and therefore, DOE should promptly act on the pending request to amend the Non-FTA Order to

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<sup>22</sup> *Id.*

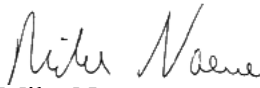
<sup>23</sup> 15 U.S.C. § 717b.

<sup>24</sup> *Brooklyn Union Gas Co.*, DOE/FE Opinion & Order No. 561, DOE/ERA Docket No. 86-48-NG, DOE/FE Docket No. 91-92-NG at 2-3 (Dec. 19, 1991), [https://hgeo.energy.gov/ng\\_regulation/sites/default/files/programs/gasregulation/authorizations/1991/orders/ord561.pdf](https://hgeo.energy.gov/ng_regulation/sites/default/files/programs/gasregulation/authorizations/1991/orders/ord561.pdf) (citation omitted).

Ms. Amy Sweeney  
June 4, 2026  
Page 8

extend the term of the authorization through December 31, 2050.<sup>25</sup>

Respectfully,

  
Mike Naeve

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<sup>25</sup> For the reasons stated in NFE Altamira's Answer in Opposition to the Motion to Intervene filed by Public Citizen, Inc., DOE should reject Public Citizen Inc.'s Motion to Intervene. *See NFE Altamira*, Docket No. 22-110-LNG, Answer of NFE Altamira in Opposition to Motion to Intervene of Public Citizen, Inc. (June 23, 2025), <https://www.energy.gov/sites/default/files/2025-06/NFE%20Altamira%20FLNG%20Answer%20to%20Public%20Citizens%20MTI.pdf>.

Ms. Amy Sweeney  
June 4, 2026  
Page 9

### VERIFICATION

I, Kevin Sullivan declare that I am the Corporate Secretary and Co-General Counsel of New Fortress Energy, Inc., and am duly authorized to make this Verification on behalf of NFE Altamira FLNG, S. de R.L. de C.V.; 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 New York, NY this 4th day of June, 2026.

By: Kevin Sullivan  
Kevin F. Sullivan  
Corporate Secretary and Co-General Counsel

Ms. Amy Sweeney  
June 4, 2026  
Page 10

**CERTIFICATE OF SERVICE**

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

Dated in Washington, DC this 4th day of June, 2026.

/s/ Mike Naeve  
Mike Naeve