**Department of Energy**
Washington, DC 20585

July 17, 2026

***Via Email***

Andrew L. Stuyvenberg
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**RE:** **Statement and Notice of Change in Control**
Sapphire Gas Solutions
Docket No. 24-57-LNG

Dear Mr. Stuyvenberg,

This correspondence constitutes the response of the Department of Energy's (DOE) Hydrocarbons and Geothermal Energy Office[1] to the Statement and Notice of Change in Control (Statement) filed on behalf of Sapphire Gas Solutions (Sapphire) on May 1, 2026.[2] Sapphire provides notice of a change in its upstream ownership, in light of DOE's Change in Control Procedures.[3]

## I. BACKGROUND

By consolidated order[4] issued under section 3 of the Natural Gas Act (NGA),[5] Sapphire is authorized to export domestically produced liquefied natural gas (LNG), in a volume equivalent to 51.75 billion cubic feet per year (Bcf/yr) of natural gas for a term extending through

[1] On November 20, 2025, the Office of Fossil Energy and Carbon Management (FECM) changed its name to the Hydrocarbons and Geothermal Energy Office (HGEO). DOE uses the acronym in effect at the time of each order or action discussed herein.
[2] Sapphire Gas Solutions, Statement and Notice of Change in Control, Docket No. 24-57-LNG (May 1, 2026), https://www.energy.gov/sites/default/files/2026-05/Oracle%20DOE%20CIC%20Combined%20Filing.pdf [hereinafter Statement].
[3] *See* U.S. Dep't of Energy, Procedures for Changes in Control Affecting Applications and Authorizations to Import or Export Natural Gas, 79 Fed. Reg. 65,541 (Nov. 5, 2014) [hereinafter DOE Change in Control Procedures].
[4] *Sapphire Gas Solutions*, DOE/FECM Order No. 5186, Docket No. 24-57-LNG, Order Granting Long-Term Authorization to Export Liquefied Natural Gas to Free Trade Agreement Nations, and Long-Term Authorization for Small-Scale Exports of Liquefied Natural Gas (Oct. 21, 2024), *amended by* DOE/FECM Order No. 5186-A (June 9, 2025) (authorizing additional source facilities and ports of export).
[5] 15 U.S.C. § 717b. The authority to regulate the imports and exports of natural gas, including liquefied natural gas, under section 3 of the NGA has been delegated to the Assistant Secretary for FECM (now the Assistant Secretary for HGEO) in Redelegation Order No. S4-DEL-FE1-2023, issued on April 10, 2023.

December 31, 2050, as follows:

(i) Under NGA section 3(c),[6] to any country with which the United States has, or in the future will have, a free trade agreement (FTA) requiring national treatment for trade in natural gas (FTA countries), and

(ii) Under NGA section 3(a),[7] to any other country with which trade is not prohibited by U.S. law or policy (non-FTA countries), as qualifying "small-scale natural gas exports" under DOE's regulations.[8]

Under Order No. 5186, as amended,[9] Sapphire is authorized to export this LNG from any of the 19 facilities listed in Appendix C of its Amendment Application via Department of Transportation-approved International Organization for Standardization (ISO) containers transported by barge.[10] Consistent with DOE's small-scale export regulations, the approved FTA and small-scale export volumes are not additive.[11]

## II. DESCRIPTION OF CHANGE IN CONTROL

In the Statement, Sapphire states that it "was a wholly owned indirect subsidiary of Apollo Global Management, Inc." when Order Nos. 5186 and 5186-A were issued.[12] According to Sapphire, pursuant to a transaction that closed on April 1, 2026 (the Transaction), Oracle Aggregator LP indirectly acquired an approximately 97.6% interest in Sapphire.[13] Sapphire states that the remaining ownership interests totaling approximately 2.4% are held by Sapphire management.[14]

Sapphire further states that Oracle Aggregator LP is wholly controlled by funds managed by Antin Infrastructure Partners SAS (Antin). Antin, in turn, "is wholly owned by Antin Infrastructure Partners S.A. ('Antin S.A.') which is publicly traded on Euronext Paris."[15] Sapphire maintains that, to the best of its knowledge, the only entities or individuals that hold 10% or more of the interest in Antin S.A. are Mr. Alain Rauscher and Mr. Mark Crosbie, the two founding partners of Antin S.A., and there are no other upstream affiliates of Antin S.A.[16] Sapphire also notes that its "pre-Transaction management team" continues to manage Sapphire's day-to-day operations and activities.[17]

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[6] 15 U.S.C. § 717b(c). The United States currently has FTAs requiring national treatment for trade in natural gas with Australia, Bahrain, Canada, Chile, Colombia, Dominican Republic, El Salvador, Guatemala, Honduras, Jordan, Mexico, Morocco, Nicaragua, Oman, Panama, Peru, Republic of Korea, and Singapore. FTAs with Israel and Costa Rica do not require national treatment for trade in natural gas.
[7] *Id.* § 717b(a).
[8] *See* 10 C.F.R. §§ 590.102(p), 590.208(a); *see also Sapphire Gas Solutions*, DOE/FECM Order No. 5186, at 6.
[9] *See supra* note 4.
[10] *See Sapphire Gas Solutions*, DOE/FECM Order No. 5186-A, at 5–6 (Ordering Paras. A and B).
[11] *See Sapphire Gas Solutions*, DOE/FECM Order No. 5186, at 10 (Term & Condition H).
[12] *See* Statement at 2.
[13] *Id.* at 1, 3.
[14] *Id.* at 3.
[15] *Id.*
[16] *Id.*
[17] *Id.*

## III. DISCUSSION AND CONCLUSIONS

DOE 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.[18] A rebuttable presumption that control exists will arise from the ownership or the power to vote, directly or indirectly, 10% or more of the voting securities of such entity.[19]

Sapphire acknowledges, and we find, that the change in its upstream ownership resulting from the Transaction described above constitutes a change in control under DOE's Change in Control Procedures.[20]

### A. FTA Export Authorization

DOE's Change in Control Procedures provide that, upon receipt of a statement of change in control relating to existing FTA export authorizations, DOE will give immediate effect to the change in control and will take no further action.[21] Accordingly, the change in control described above has taken effect insofar as it relates to Sapphire's FTA authorization in DOE/FECM Order No. 5186, as amended.

### B. Small-Scale Export Authorization

DOE implemented its Change in Control Procedures in 2014. Four years later, in 2018, DOE revised its regulations to establish a category of "small-scale natural gas exports" to non-FTA countries.[22] Because DOE's Change in Control Procedures preceded this regulatory change, the Change in Control Procedures establish different processes applicable to FTA and non-FTA proceedings broadly, without any reference to small-scale exports of natural gas, including LNG.

Nonetheless, because qualifying small-scale exports of natural gas are "deemed to be consistent with the public interest"[23]—as are FTA exports under NGA section 3(c)[24]—we find good cause to apply the same Change in Control Procedures applicable to FTA export authorizations to small-scale export authorizations.[25] Specifically, having received Sapphire's Statement, DOE "will give immediate effect to the change in control and take no further action."[26] The change in

[18] *See* DOE Change in Control Procedures, 79 Fed. Reg. at 65,542.
[19] *Id.*
[20] *See* Statement at 1, 3–4.
[21] DOE Change in Control Procedures, 79 Fed. Reg. at 65,542.
[22] *See* 10 C.F.R. §§ 590.102(p), 590.208(a); U.S. Dep't of Energy, Small-Scale Natural Gas Exports; Final Rule, 83 Fed. Reg. 35,106 (July 25, 2018).
[23] 10 C.F.R. § 590.208(a).
[24] 15 U.S.C. § 717b(c).
[25] *See*, *e.g.*, *Cryopeak Energy Solutions Corp. (formerly Cryopeak LNG Solutions Corp.)*, DOE/FECM Order No. 4865-B, Docket No. 22-63-LNG, Order Responding to Notification of Change in Control and Granting Request to Amend Authorization Holder, at 4–5 (June 17, 2024); *see also* Statement at 4 (requesting this "streamlined treatment," referencing *Cryopeak Energy Solutions Corp.*, Order No. 4865-B).
[26] DOE Change in Control Procedures, 79 Fed. Reg. at 65,542.

control described above thus has taken effect for the portion of Order No. 5186, as amended, that authorizes small-scale exports of LNG to non-FTA countries.

No further action is required.

Sincerely,

AMY SWEENEY

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Amy Sweeney
Director, Office of Global Energy Security
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