

UNITED STATES OF AMERICA

DEPARTMENT OF ENERGY

OFFICE OF FOSSIL ENERGY

_____)	FE DOCKET NO. 12-174-LNG
PANGEA LNG (NORTH AMERICA))	FE DOCKET NO. 12-184-LNG
HOLDINGS, LLC)	FE DOCKET NO. 14-002-CIC
_____)	FE DOCKET NO. 14-003-CIC

ORDER VACATING AUTHORIZATION IN DOCKET NO. 12-174-LNG;
WITHDRAWING APPLICATION IN DOCKET NO. 12-184-LNG; AND
VACATING NOTICE OF CORPORATE REORGANIZATION OR
CHANGE IN CONTROL IN DOCKET NO. 12-184-LNG AND RELATED DOCKETS

DOE/FE ORDER NO. 3227-A

BACKGROUND

On January 30, 2013, in Docket No. 12-174-LNG, the Office of Fossil Energy (FE) of the Department of Energy (DOE) granted long-term, multi-contract export authorization to Pangea LNG (North America) Holdings, LLC (Pangea) in DOE/FE Order No. 3227 (Order).¹ This Order authorized Pangea to export liquefied natural gas (LNG) in a volume equivalent to 398.5 billion cubic feet per year (Bcf/yr) of natural gas, for a term of 25 years, from the proposed South Texas LNG Export Project to any country with which the United States currently has, or in the

¹ *Pangea LNG (North America) Holdings, LLC*, DOE/FE Order No. 3227, FE Docket No. 12-174-LNG, Order Granting Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel from the Proposed South Texas LNG Export Project to Free Trade Agreement Nations (Jan. 30, 2013).

future will have, a free trade agreement (FTA) requiring national treatment for trade in natural gas, and with which trade is not prohibited by U.S. law or policy (FTA countries).

Previously, on December 19, 2012, in FE Docket No. 12-184-LNG, Pangea had filed a separate application seeking long-term, multi-contract authorization to export the same volume of LNG (equivalent to 398.5 Bcf/yr of natural gas) from the proposed South Texas LNG Export Project to any country with which the United States does not have a FTA requiring national treatment for trade in natural gas (non-FTA countries) (non-FTA application). That application, which was later amended, is currently pending before DOE/FE.

On March 31, 2014, in FE Docket Nos. 12-174-LNG and 14-003-CIC, Pangea submitted a notice which, in relevant part, informed DOE/FE of a proposed change in ownership of the company and requested that DOE/FE amend the FTA Order as necessary. Specifically, Pangea stated that, on March 17, 2014, NextDecade Partners, LLC (NextDecade) had entered into an agreement to take a 100% ownership interest in Pangea, but noted that the transaction had not yet been consummated.

Similarly, on March 31, 2014, in FE Docket Nos. 12-184-LNG and 14-002-CIC, Pangea filed an amendment of its non-FTA application to reflect the proposed change in ownership of the company from Pangea to NextDecade. DOE/FE issued a notice on December 3, 2014, authorizing Pangea to implement the corporate reorganization and change in control and to amend the named applicant in that proceeding.²

² U.S. Dep't of Energy, Notice of Corporate Reorganization or Change in Control and Amendment of Pending Application to Export Liquefied Natural Gas to Non-Free Trade Agreement Countries, FE Docket No. 12-184-LNG (Dec. 3, 2014).

Most recently, on February 9, 2015, Pangea submitted a filing notifying DOE/FE of several developments:

First, Pangea states that it has not exported any LNG to FTA countries pursuant to DOE/FE Order No. 3227 and is no longer pursuing efforts to export LNG under that authorization. Pangea therefore asks DOE/FE to vacate Order No. 3227.

Second, Pangea states that it no longer intends to pursue efforts to export LNG as contemplated by its non-FTA application, as amended. Pangea therefore asks DOE/FE to withdraw its non-FTA application pending in FE Docket No. 12-184-LNG.

Finally, Pangea states that control of the company was never transferred to NextDecade Partners and is no longer being contemplated. Pangea therefore asks DOE/FE to vacate the notice authorizing a corporate reorganization or change in control in FE Docket No. 12-184-LNG and related dockets.

No party has filed an opposition to Pangea's requests, and DOE/FE finds good cause to grant each of them.

ORDER

Pursuant to section 3 of the Natural Gas Act, 15 U.S.C. § 717b, it is ordered that:

A. DOE/FE Order No. 3227, issued to Pangea in FE Docket No. 12-174-LNG, is vacated;

B. Pangea's LNG export application, pending in FE Docket No. 12-184-LNG, is withdrawn; and

C. DOE/FE's notice of corporate reorganization or other change in control in FE Docket

No. 12-184-LNG and related dockets is vacated.

Issued in Washington, D.C., on April 8, 2015.

A handwritten signature in black ink, appearing to read "John A. Anderson", written in a cursive style.

John A. Anderson
Director, Office of Oil and Gas Global Security and Supply
Office of Oil and Natural Gas