
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 22, 2011



CHENIERE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

1-16383

(Commission File Number)

95-4352386

(I.R.S. Employer Identification No.)

700 Milam Street

Suite 800

Houston, Texas

(Address of principal executive offices)

77002

(Zip Code)

Registrant's telephone number, including area code: **(713) 375-5000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

On September 22, 2011, Cheniere Energy, Inc. (the "Company") revised its corporate presentation. The revised presentation is attached as Exhibit 99.1 to this report and is incorporated by reference into this Item 7.01.

The information included in this Item 7.01 of Current Report on Form 8-K, including the attached Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits

Exhibit Number	Description
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99.1	Corporate presentation October 2011.*
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*Furnished herewith

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHENIERE ENERGY, INC.

Date: September 22, 2011

By: /s/ Meg A. Gentle

Name: Meg A. Gentle

Title: Senior Vice President and
Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Corporate presentation October 2011.*

*Furnished herewith



Cheniere Energy
October 2011

Forward Looking Statements

This presentation contains certain statements that are, or may be deemed to be, "forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended". All statements, other than statements of historical facts, included herein are "forward-looking statements." Included among "forward-looking statements" are, among other things:

- statements relating to the construction or operation of each of our proposed liquefied natural gas, or LNG, terminals or our proposed pipelines or liquefaction facilities, or expansions or extensions thereof, including statements concerning the completion or expansion thereof by certain dates or at all, the costs related thereto and certain characteristics, including amounts of regasification, transportation, liquefaction and storage capacity, the number of storage tanks, LNG trains, docks, pipeline deliverability and the number of pipeline interconnections, if any;
- statements that we expect to receive an order from the Federal Energy Regulatory Commission, or FERC, authorizing us to construct and operate proposed LNG receiving terminals, liquefaction facilities or proposed pipelines by certain dates, or at all;
- statements regarding future levels of domestic natural gas production, supply or consumption; future levels of LNG imports into North America; sales of natural gas in North America or other markets; exports of LNG from North America; and the transportation, other infrastructure or prices related to natural gas, LNG or other energy sources or hydrocarbon products;
- statements regarding any financing or refinancing transactions or arrangements, or ability to enter into such transactions or arrangements, whether on the part of Cheniere Energy, Inc., or Cheniere, or any subsidiary or at the project level;
- statements regarding any commercial arrangements presently contracted, optioned or marketed, or potential arrangements, to be performed substantially in the future, including any cash distributions and revenues anticipated to be received and the anticipated timing thereof, and statements regarding the amounts of total LNG regasification, liquefaction or storage capacity that are, or may become, subject to such commercial arrangements;
- statements regarding counterparties to our commercial contracts, construction contracts and other contracts;
- statements regarding any business strategy, any business plans or any other plans, forecasts, projections or objectives, including potential revenues and capital expenditures, any or all of which are subject to change;
- statements regarding legislative, governmental, regulatory, administrative or other public body actions, requirements, permits, investigations, proceedings or decisions;
- statements regarding our anticipated LNG and natural gas marketing activities; and
- any other statements that relate to non-historical or future information.

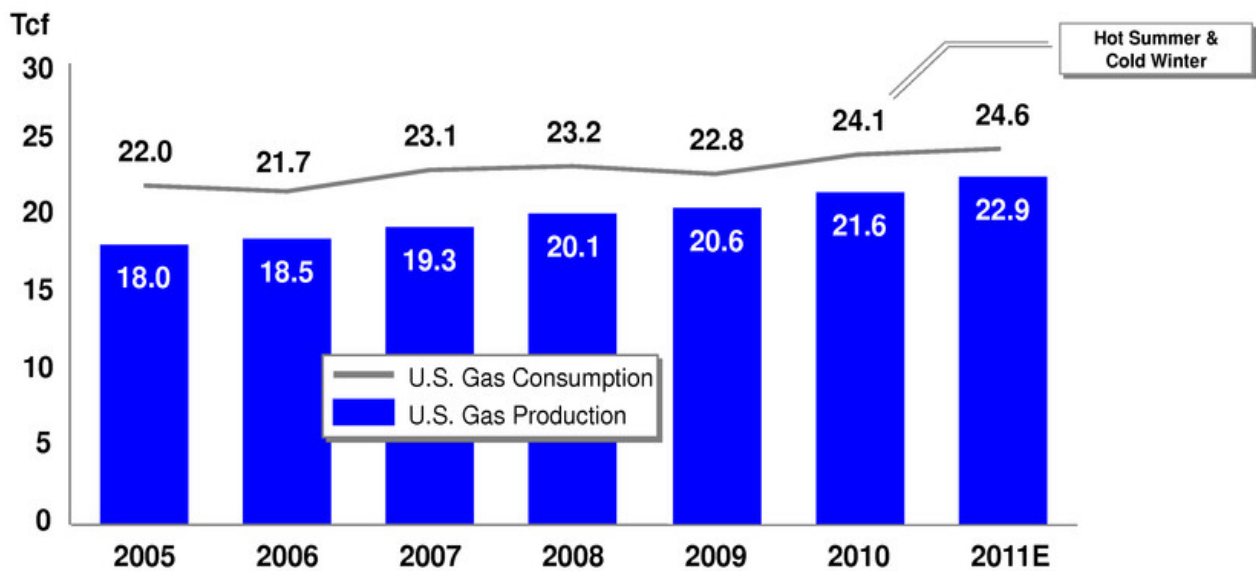
These forward-looking statements are often identified by the use of terms and phrases such as "achieve," "anticipate," "believe," "contemplate," "develop," "estimate," "example," "expect," "forecast," "opportunities," "plan," "potential," "project," "propose," "subject to," and similar terms and phrases. Although we believe that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in "Risk Factors" in the Cheniere Energy, Inc. Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 5, 2011, which are incorporated by reference into this presentation. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these "Risk Factors". These forward-looking statements are made as of the date of this presentation, and we undertake no obligation to publicly update or revise any forward-looking statements.



Overview

U.S. Gas Consumption vs. Production

- Since 2005 U.S. production growth ~ 4.9 Tcf vs. demand growth ~ 2.6 Tcf
- Net imports declined ~1.6 Tcf (-50%) over the period
- ~ 1 Tcf production added each year since 2006
- The U.S. is on pace to be a **net gas exporter** by mid-decade

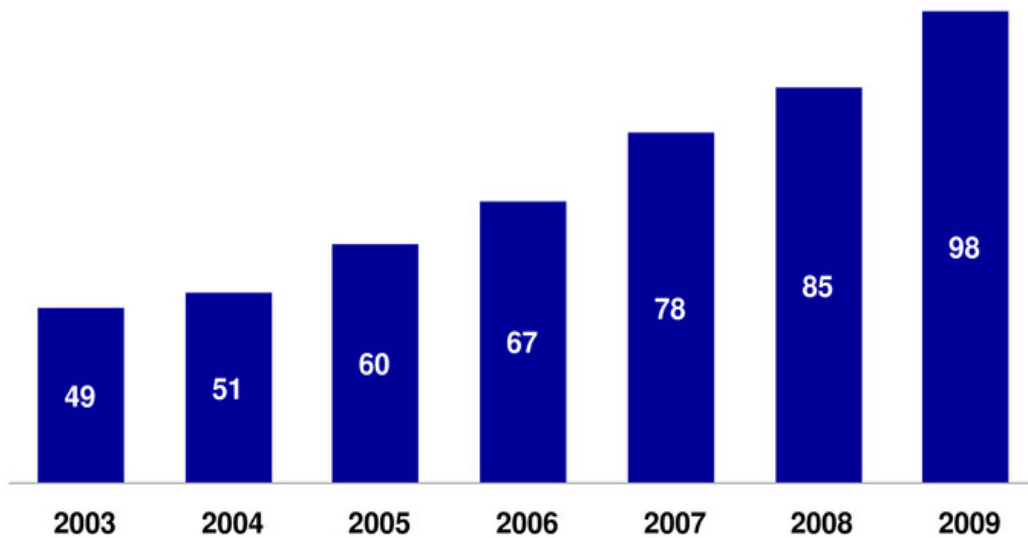


Source: EIA historical, September 2011 Short-Term Energy Outlook (2011 data)



U.S. Proved Non-Producing Reserves (Tcf)

- Non-producing proved U.S. gas reserves +100% since 2003 to 98 Tcf
- Equivalent to 13 Bcf/d of LNG exports for 20+ years
- Over 3,000 gas wells drilled but not hooked up representing ~8-10 Bcf/d of latent 1st -year production

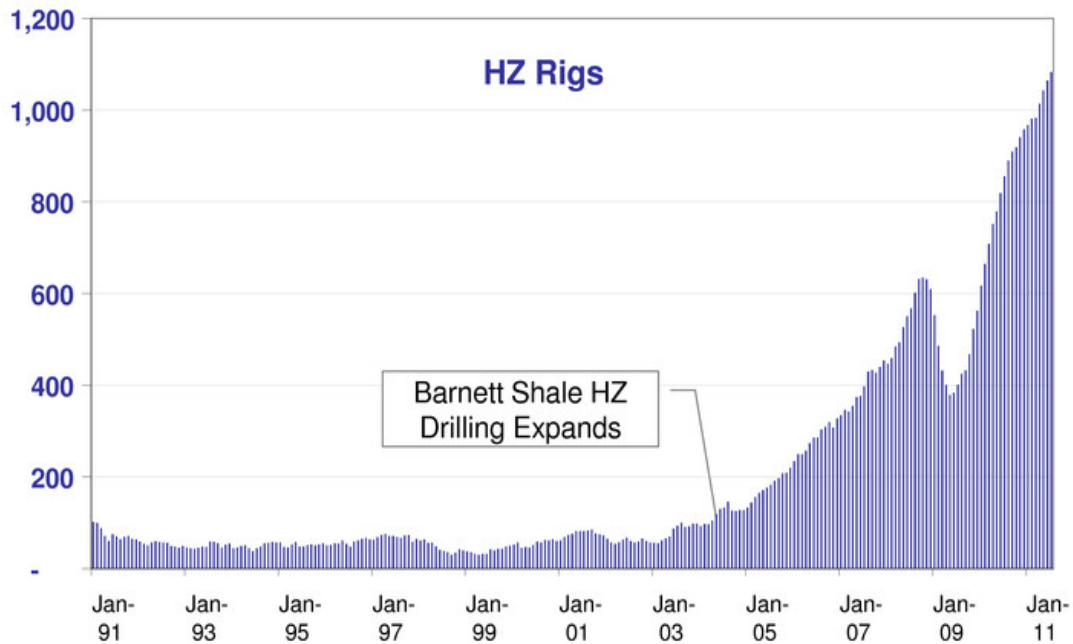


Source: EIA, US Crude Oil, Natural Gas and Natural Gas Liquids Proved Reserves, 2009



U.S. Horizontal Rigs

- Emerging shale plays erase “oil” and “gas” drilling distinction
- Horizontal drilling +750% since 2005; pace of rig construction determines market capacity

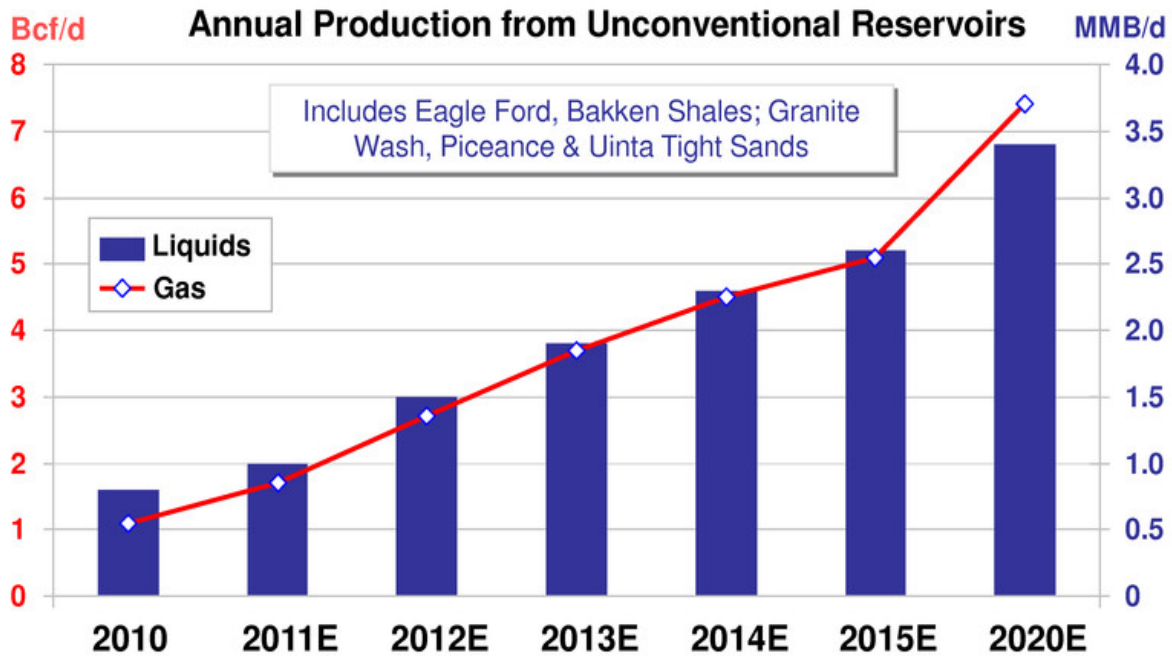


Source: Baker Hughes



Oil Production Drives Investment Decisions for Gas

- Expected liquids production from shale plays > 3 million bpd by 2020
- Associated natural gas > 7 Bcf/d of “costless” supply

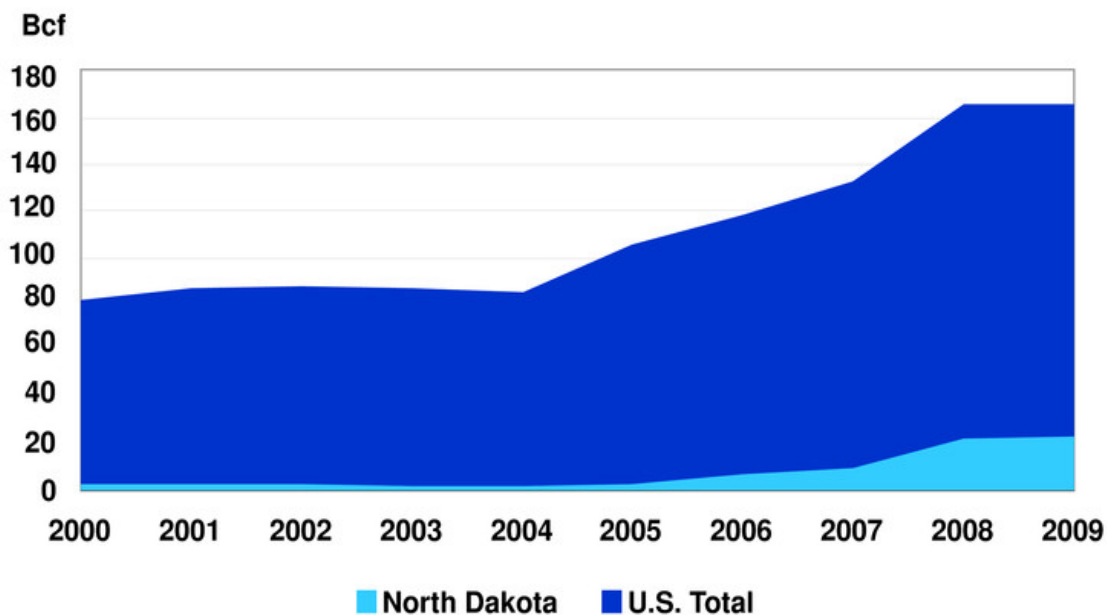


Source: Advanced Resource Intl; Cheniere Research



Venting and Flaring

- The U.S. vented and flared 165 Bcf of natural gas in 2009
- North Dakota's share amounted to 27 Bcf; +156% increase from 2007
- There are many "New Bakken" emerging in liquids-rich shale plays (Eagle Ford, Niobrara, Permian, Granite Wash)

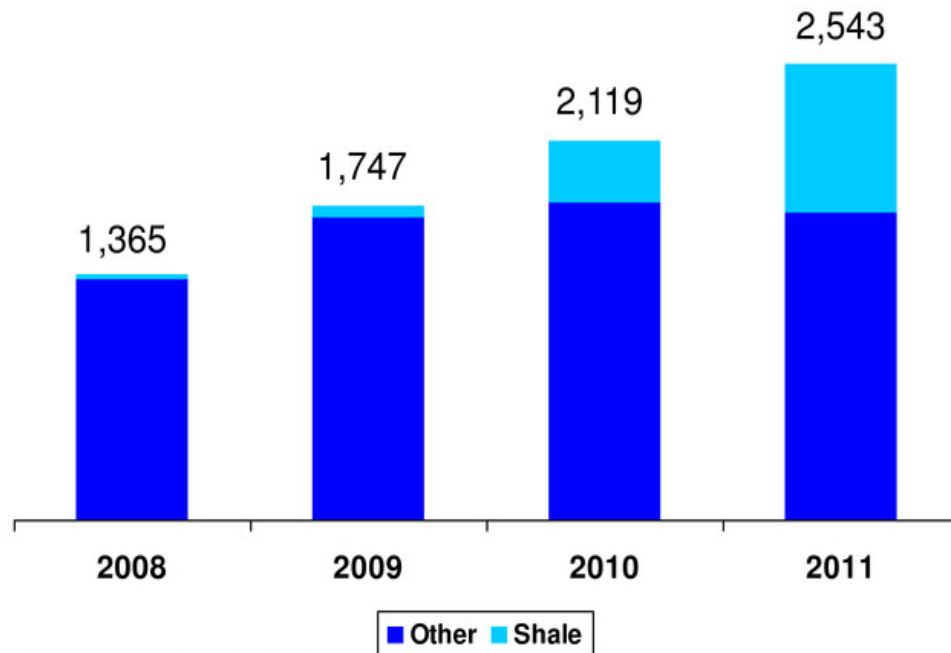


Source: EIA



U.S. Natural Gas Resources (Tcf)

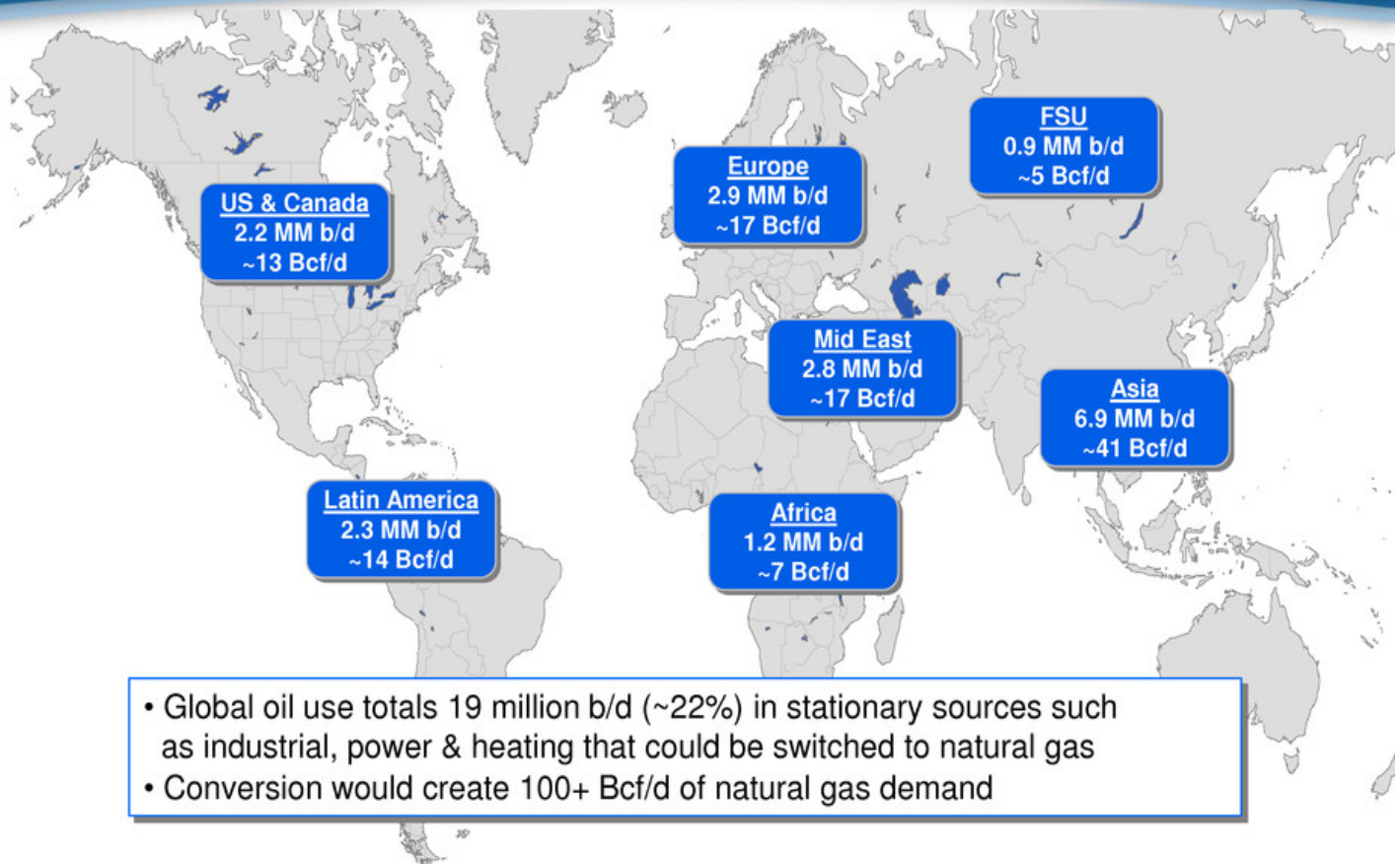
- U.S. reserves increased by 86% in last 3 years to 2,543 Tcf
- Represents 100+ years of natural gas resources



Source: DOE, Annual Energy Outlook 2009-2011



Global Petroleum Demand – Stationary Sources

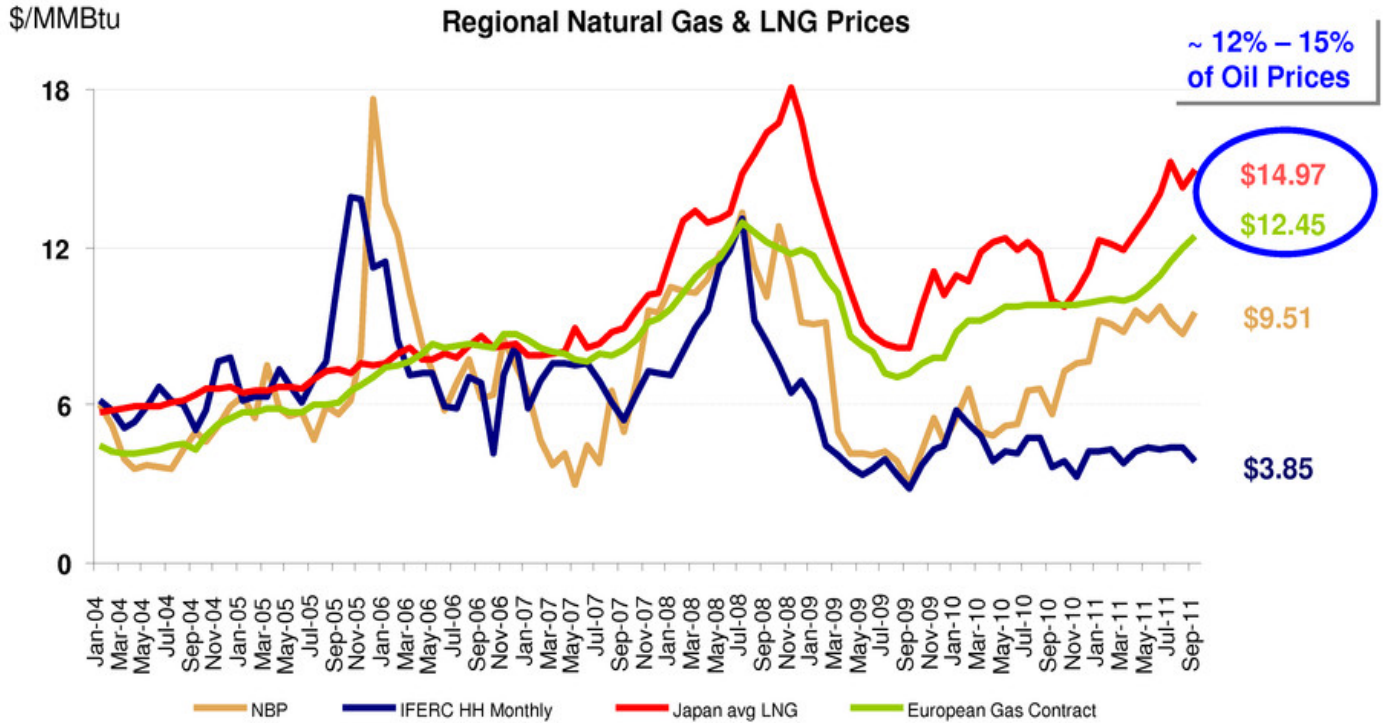


Source: PIRA Energy Group, "The Potential for Natural Gas Substitution of Stationary Petroleum Demand", January 2010



Attractive Oil Linked Market Prices

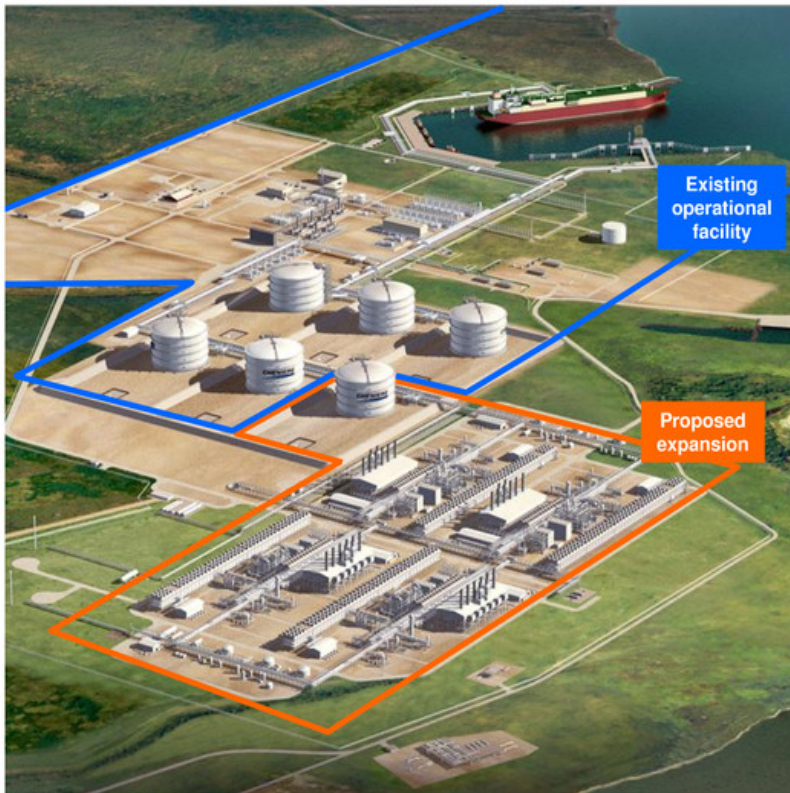
Spread between oil linked and U.S. natural gas prices ~ \$9–\$11/mmbtu



Source: PIRA, Platts



Proposed Liquefaction Project will Transform Sabine into Bi-directional Import / Export Facility



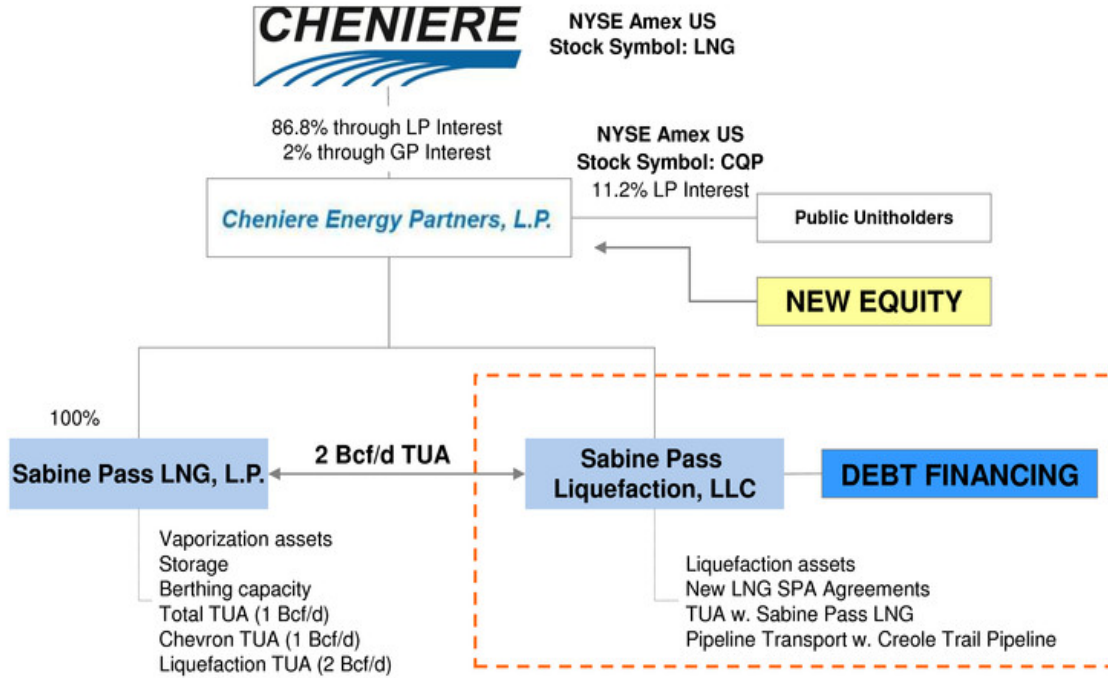
Current Facility

- 853 acres in Cameron Parish, LA
- 40 ft ship channel 3.7 miles from coast
- 2 berths; 4 dedicated tugs
- 5 LNG storage tanks (17 Bcf of storage)
- 4.3 Bcf/d peak regasification capacity
- 5.3 Bcf/d of pipeline interconnection to the U.S. pipeline network

Liquefaction Expansion

- Up to four liquefaction trains designed with ConocoPhillips' Optimized Cascade® Process technology
- Six GE LM2500+ G4 gas turbine driven refrigerant compressors per train
- Gas treating and environmental compliance
- Modifications to the Creole Trail P/L
- Sixth tank for fourth liquefaction train

Summary Proposed Structure



Estimated Financial Impact - Liquefaction Project

(Annualized)

Cheniere expected to benefit from distributions received through its CQP ownership and management contracts, and fees paid to Creole Trail Pipeline

	Contracted Capacity Fees ⁽¹⁾	Liquefaction Project Economics	
		Impact to CQP	Impact to LNG
Current	\$253mm	<ul style="list-style-type: none"> Stable common unit distributions ~1 x coverage supported by 20 year fixed price contracts with AA rated counterparties 	<ul style="list-style-type: none"> ~\$38mm paid to CEI as mgmt fees & Common/G.P. distributions
Trains 1 & 2	\$913mm	<ul style="list-style-type: none"> Allows distributions to subordinated unitholders (\$230mm needed to meet annualized IQD⁽²⁾) Increase distributions to all unitholders 	<ul style="list-style-type: none"> Distributions on all units, CQP expects to have cash available to pay distributions on sub units Receive pipeline fees
Trains 3 & 4	\$913mm	<ul style="list-style-type: none"> Further increases distributions to all unitholders 	<ul style="list-style-type: none"> Cash flow to CEI increases including GP IDRs

(1) Contracted cash, Current, based on the Chevron and Total TUAs. Contracted cash for the liquefaction trains based on an average capacity fee of ~\$2.50/MMBtu. Actual net distributable cash flow will depend upon various factors, including debt service payments for amortization and interest, operating expenses, etc.

(2) IQD - initial quarterly distribution per unit is \$0.425 as defined in the partnership agreement.

Note: Estimates represent a summary of internal forecasts, are based on current assumptions and are subject to change. Actual performance may differ materially from, and there is no plan to update, the forecast. See "Forward Looking Statements" cautions.





Sabine Pass LNG: Liquefaction Project

Strategic Focus: Liquefaction Expansion Project

- Cheniere is developing a project to add liquefaction trains, transforming the Sabine Pass LNG facility into the first bi-directional LNG terminal that can import & export LNG
 - Proposing up to 4 liquefaction trains, 16 mtpa total nominal processing capacity
 - Seeking to contract 14 mtpa under 20-yr fixed price, take-or-pay contracts
 - Anticipate beginning construction 2012, beginning operations 2015
- LNG value chain:

Expansion Project

Current Operations



Field Development



Liquefaction



Shipping



Regasification



Pipeline



End Use

LNG is natural gas cooled to -260°F in order to be transported by ship to distant markets



Commercial Structure: Estimated Terms of LNG SPA Contracts

Summary of Estimated Terms for LNG SPA Contracts:

+ Fixed Fee: \$2.00/MMBtu - \$3.00/MMBtu

- Annual contract volumes are take-or-pay
- Cheniere procures natural gas, liquefies it and loads LNG onto the customer's LNG vessel

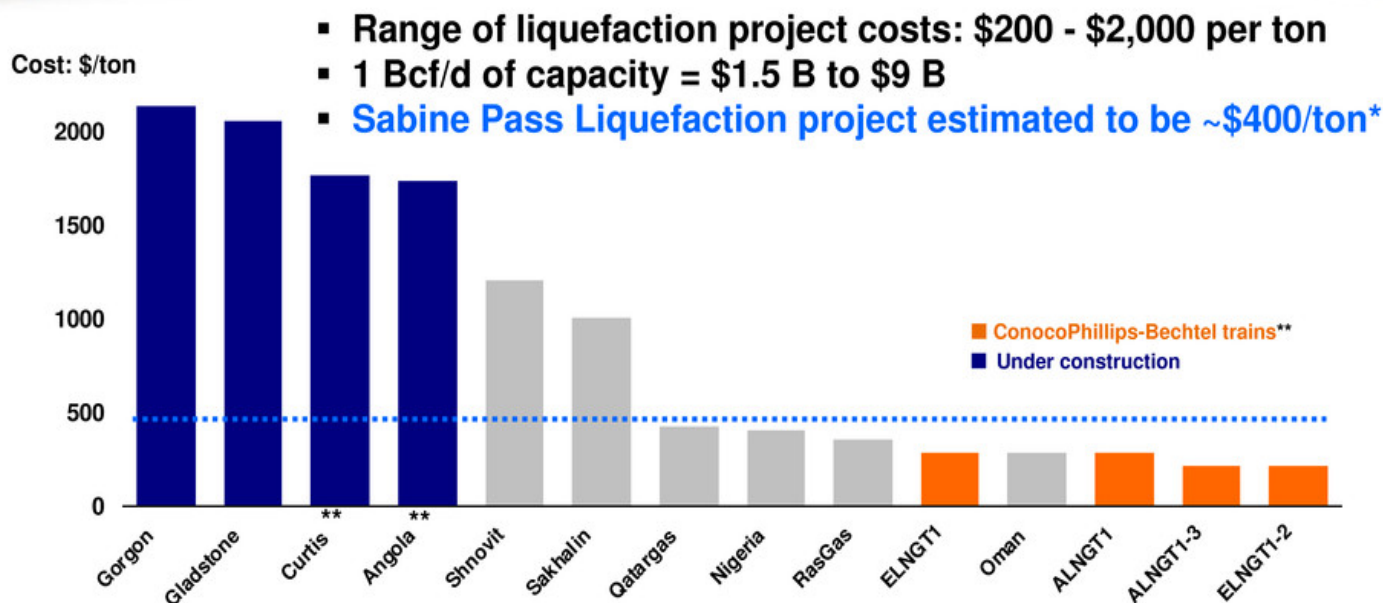
+ 115% of NYMEX Henry Hub

- 15% charge above Henry Hub predominantly to account for liquefaction process and basis differential

- Customers agree to purchase LNG on an FOB basis at the tailgate of the plant
- Customers must take (or pay) annual contract quantity under SPAs and pay fixed fee/MMBtu plus 115% of NYMEX Henry Hub
 - 1 Bcf/d = ~\$730mm - \$1.1B of contracted annual revenues (100% SPAs)
- More traditional LNG purchase arrangement, simplifies process for customers
 - Cheniere will secure feed gas sourced from pipeline interconnects
 - Customers responsible for making shipping arrangements from the terminal



Sabine Pass Liquefaction Project - Brownfield Development, Lower Expected Capital Costs



- **Brownfield development – significant infrastructure already in place**
 - Storage, marine and pipeline interconnection facilities
- **Upstream wells, gathering pipelines and treatment infrastructure not required**
 - Pipeline quality natural gas sourced from U.S. pipeline grid

Source: ConocoPhillips-Bechtel, Cheniere research. Project costs per ton are total project costs divided by mtpa capacity of LNG trains. Figures do not attempt to isolate, where applicable, the cost of the liquefaction facilities within a major LNG complex. Chart includes a representative sample of liquefaction facilities and does not include all liquefaction facilities existing or under construction.

*Before financing and owner's costs

Note: Past results not a guarantee of future performance.



Engineering, Procurement & Construction Contract

Negotiating fixed price, lump-sum, turnkey EPC contract with Bechtel; Estimated completion of FEED and capital cost estimates by 2H11

- Cheniere has engaged Bechtel Corporation (“Bechtel”) to complete front end engineering and design (“FEED”) work and negotiate a fixed price, lump-sum, turnkey EPC contract for the liquefaction project and interconnection with Sabine Pass’s existing facilities
- Negotiated terms expected to include: Contract price, customary warranties, liquidated damages, etc.
- Estimated construction time is approximately 36-42 months per train
- Bechtel is one of the largest contractors in the world and has successfully constructed LNG terminals using the ConocoPhillips Cascade technology
- Bechtel was the EPC contractor on the first phase of the Sabine Pass terminal, which was constructed with a lump-sum, turnkey contract, on time and within budget

LNG Regulatory Process Update and Project Support

- Very strong local support: Cameron Parish officials, Louisiana state and federal congressional delegations, parish & state agencies
- Strong support from most gas producing states
- Exporting natural gas will
 - stimulate the economies through job creation;
 - provide a boost to American global competitiveness;
 - promote domestic production of U.S. energy, helping reduce reliance on foreign sources;
 - further public initiatives, such as improving the U.S. balance of trade; and replacing environmentally damaging fuels with a cleaner source.

Regulatory

FERC: Authorization to Construct

- Base site permitted ✓
- NEPA pre-filing 7/2010 for expansion ✓
- Some agencies already in agreement ✓
- Formal application filed 1/31/2011 ✓
- FERC coordinates process and will receive concurrence for final EA
- **Estimated approval early 2012**

DOE: Authorization to Export

- Filed two applications in 8/2010 & 9/2010
- Approval to export 2 Bcf/d for 30 years to Free Trade nations received 9/2010
- Public comment period to export to non-free trade nations closed 12/13/2010
- Approval to export to non FT nations received 5/2011



Expected Timeline

Milestone	Target Date
▪ DOE export authorization	Received
▪ Definitive commercial agreements	2H2011
▪ EPC contract	2H2011
▪ Financing commitments	2H2011
▪ FERC construction authorization	2012
▪ Commence construction	2012
▪ Commence operations	2015

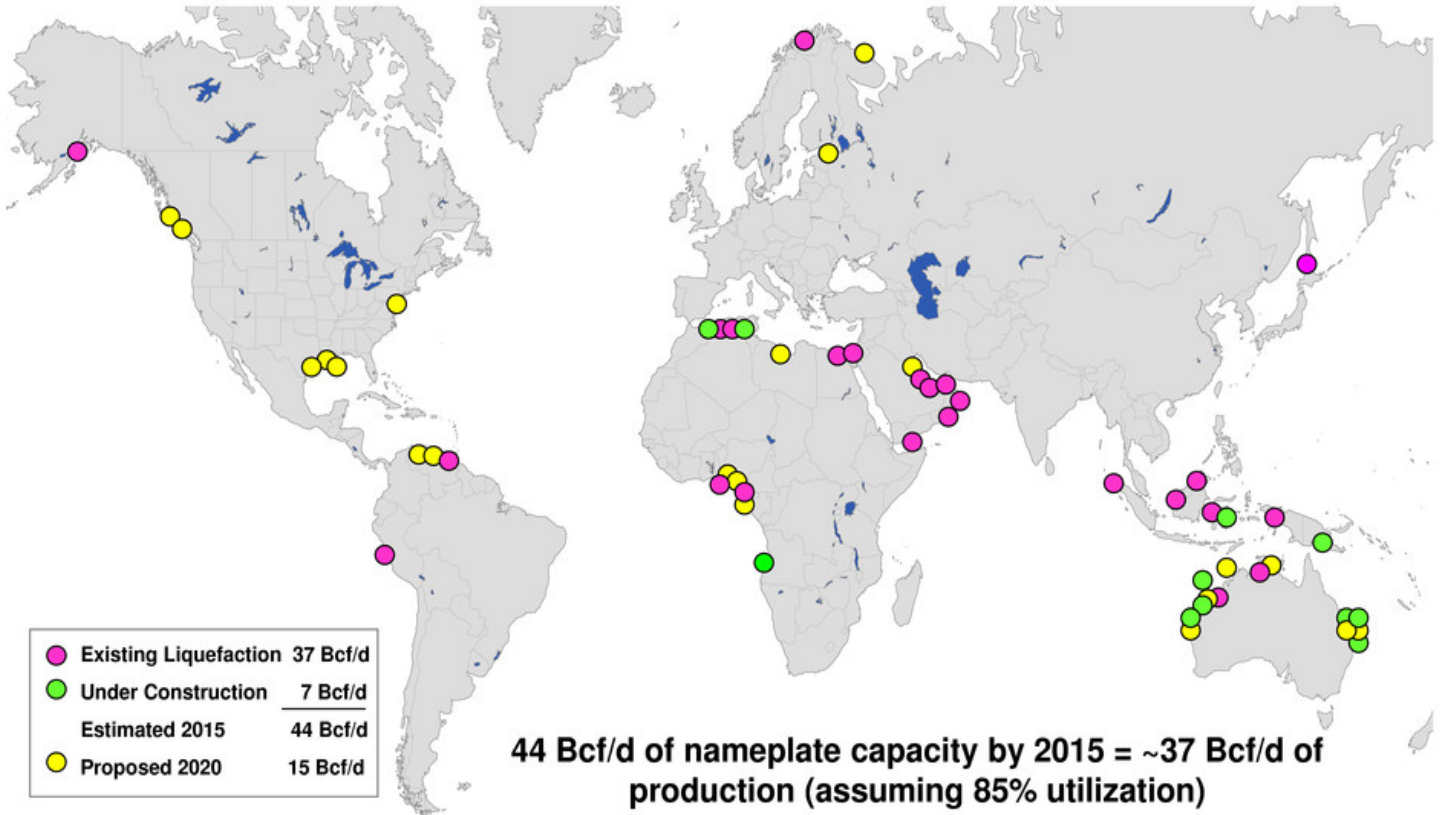
Project teams in place with the same key people who delivered the Sabine Pass LNG terminal and Creole Trail P/L on time and on budget

Note: Past results not a guarantee of future performance.



LNG Fundamentals

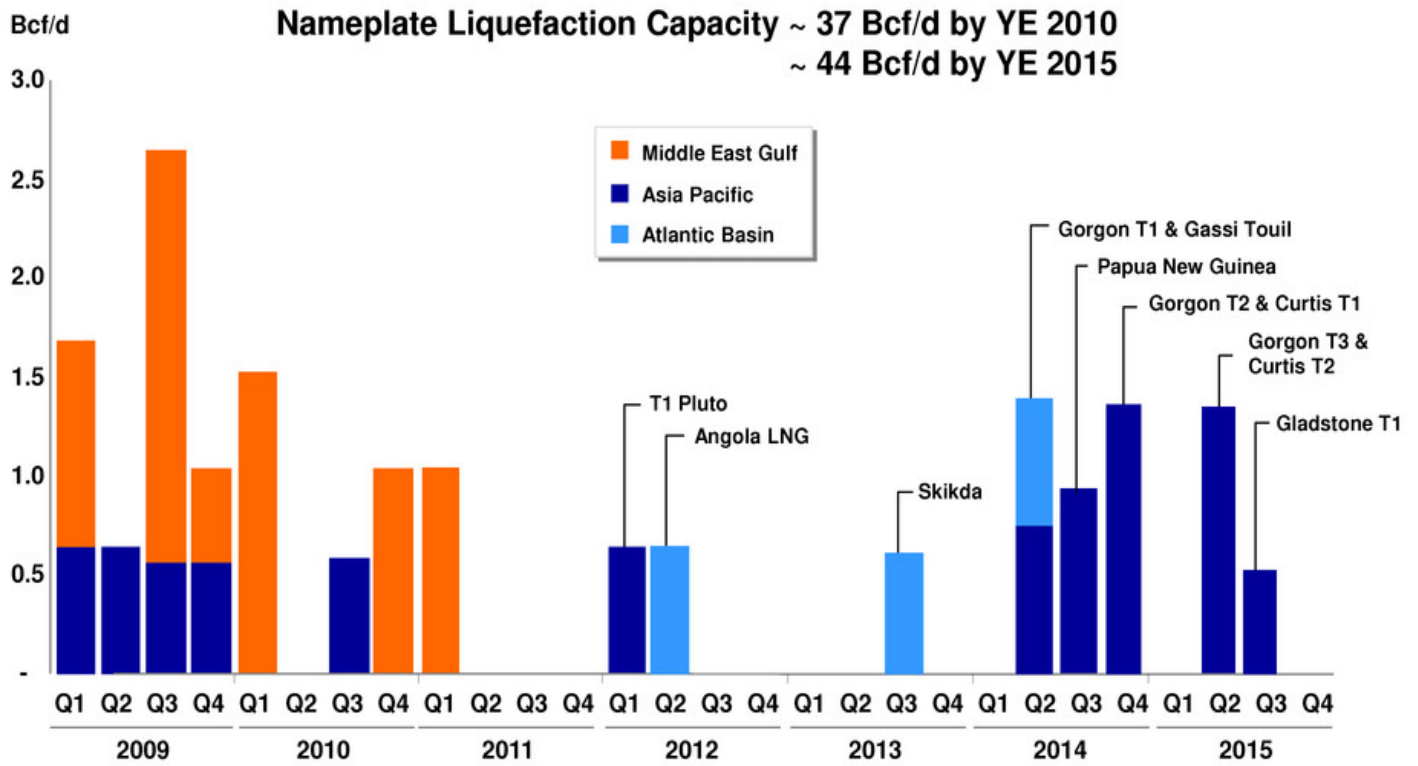
New Liquefaction Projects Inadequate to Meet Demand Growth



Source: CERA, Cheniere research



Firm Liquefaction Capacity Additions



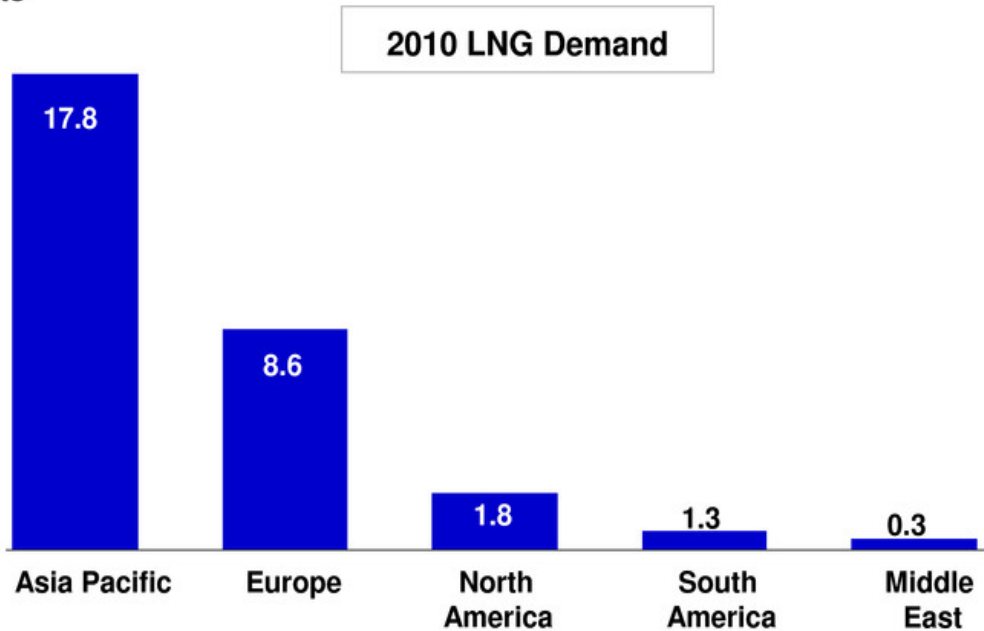
Source: Cheniere Research



Market Call for LNG

(Bcf/d)

- Average 2010 LNG demand of 30 Bcf/d at 10-year historical compound average growth rate of 7% per year equates to ~42 Bcf/d of demand in 2015
- Next wave of LNG supply expected to come from Australian and U.S. LNG projects



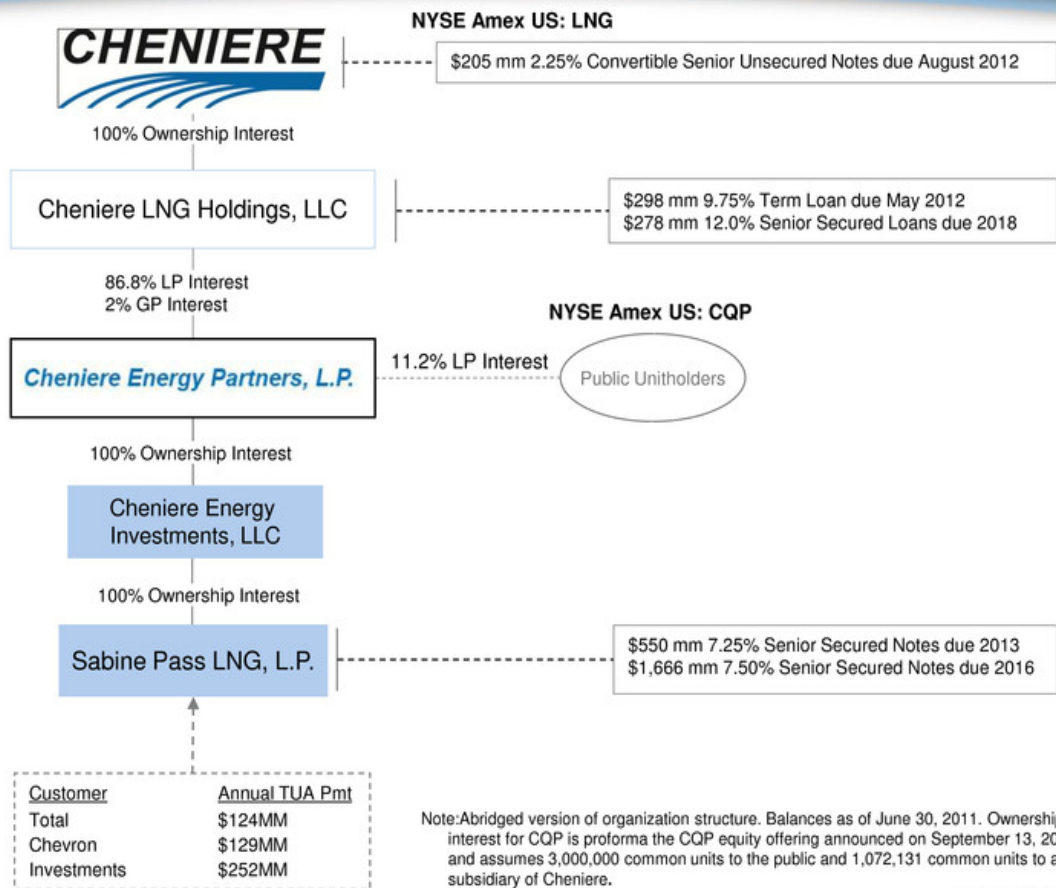
Source: Waterborne, Poten & Partners, Cheniere Research





Financial

Organization Structure and Existing Debt



Note: Abridged version of organization structure. Balances as of June 30, 2011. Ownership interest for CQP is proforma the CQP equity offering announced on September 13, 2011 and assumes 3,000,000 common units to the public and 1,072,131 common units to a subsidiary of Cheniere.



Estimated CQP Distributable Cash Flows

Annualized estimates pre-Liquefaction Project

Receipts

▪ TUAs – Chevron and Total	\$ 253
▪ Other Services	16
Total Cash Receipts	269

Costs

▪ Operating, G&A, Maintenance CapEx	48
▪ Debt Service	165
Total Costs	213

Available for Distributions to Common and G.P.	\$ 56
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Potential Future Cash Flows

▪ Regas Capacity (from VCRA)	\$ 0 – 250
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Available for Management Fees⁽¹⁾ & Sub Units	\$ 0 – 250
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Distributions Paid Based on IQD and Available Cash^(Above)

▪ General Partner ⁽²⁾	\$ 1
▪ Common Units ⁽²⁾	53
▪ Subordinated Units	0

Total Distributions Paid from Available Cash	\$ 54
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(1) Not included in disbursements above is an estimate of up to approximately \$11 million of fees payable to Cheniere for services provided under a mgmt svcs. agreement. Such fees are payable on a quarterly basis equal to the lesser of 1) \$2.5 million (subject to inflation) or 2) such amount of CQP's unrestricted cash and cash equivalents as remains after CQP has distributed in respect of each qtr. for each common unit then outstanding an amount equal to the IQD and the related GP distribution and adjusting for any cash needed to provide for the proper conduct of the business of CQP, other than Sabine Pass,LNG, L.P. operating cash flows reserved for distributions in respect of the next four quarters. Any unpaid service fee is accrued up to \$20 million.

(2) CQP Ownership as of June 30, 2011 and proforma for the CQP unit offering announced September 13, 2011 assuming 3,000,000 common units to the public and 1,072,131 common units to a subsidiary of Cheniere.
 Note: Estimates represent a summary of internal forecasts, are based on current assumptions and are subject to change. Actual performance may differ materially from, and there is no plan to update, the forecast. See "Forward Looking Statements" cautions.



CQP Ownership

(in mm)	Cheniere Energy, Inc.	Public	Total
Common Units	12.0	19.0	31.0
Subordinated Units	135.4	-	135.4
General Partner @ 2%	3.4	-	3.4
	<hr/>	<hr/>	<hr/>
	150.8	19.0	169.8
Percent of total	88.8%	11.2%	100%

- Currently, CQP generates distributable cash flows (DCF) sufficient to pay only the IQD on the common units and applicable 2% to the GP
- Prior to the development of the liquefaction project, the subordinated units may receive distributions from new business at CQP or from fees received from the VCRA with Cheniere Marketing
- Upon commencement of DCF being generated from the liquefaction project, CQP expects to have cash available to pay distributions on the subordinated units up to the IQD in accordance with the cash waterfall in the partnership agreement

* CQP Ownership as of June 30, 2011 and proforma for the CQP unit offering announced September 13, 2011 assuming 3,000,000 common units to the public and 1,072,131 common units to a subsidiary of Cheniere.



Condensed Balance Sheets

As of June 30, 2011

	(\$ in MM)		
	Cheniere Energy Partners, L.P.	Other Cheniere Energy, Inc. ⁽¹⁾	Consolidated Cheniere Energy, Inc. ⁽³⁾
Unrestricted cash and equivalents	\$ -	\$ 163	\$ 163
Restricted cash and securities ⁽²⁾	151	4	155
Accounts and interest receivable	-	3	3
Property, plant and equipment, net	1,534	599	2,133
Goodwill and other assets	42	124	166
Total assets	\$ 1,727	\$ 893	\$ 2,620
Deferred revenue and other liabilities	\$ 96	\$ 1	\$ 97
Current & long-term debt	2,190	763	2,953
Non-Controlling interest	-	183	183
Deficit	(559)	(54)	(613)
Total liabilities and deficit	\$ 1,727	\$ 893	\$ 2,620

(1) Includes intercompany eliminations and reclassifications.

(2) Restricted cash includes debt service reserves as required per indenture. Cash is presented as restricted at the consolidated level.

(3) For a complete balance sheet see the Cheniere Energy, Inc., Sabine Pass, and Cheniere Energy Partners, L.P. Form 10-Qs for the period ended June 30, 2011 filed with the SEC.

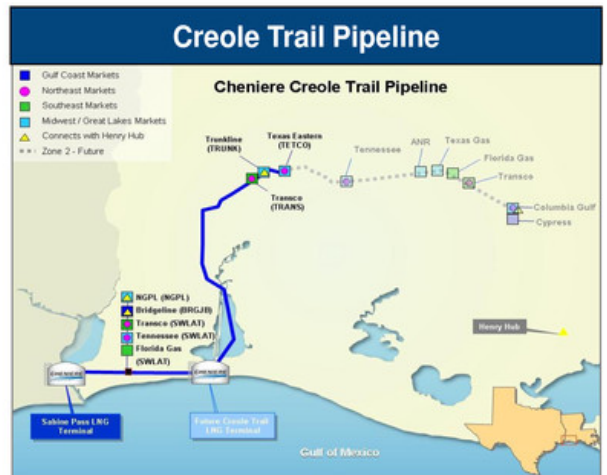




Appendix




Cheniere Operations

- Cheniere is engaged in the development, construction and operation of LNG terminals and pipelines and marketing of LNG and natural gas
 - Sabine Pass LNG became operational in 2008 and cost ~\$1.6B, send-out capacity is 4.0 Bcf/d, storage capacity is 16.9 Bcfe
 - Sabine Pass LNG is connected to the U.S. natural gas pipeline grid through the Creole Trail pipeline and other interconnecting pipelines
 - Creole Trail Pipeline also became operational in 2008 and cost ~\$560mm, transportation capacity is 2.0 Bcf/d, 42-inch diameter



Contracted Capacity at SPLNG

Fully contracted capacity under long-term terminal use agreements*

	 TOTAL Total Gas & Power N.A.	 Chevron Chevron USA	 CHENIERE Cheniere Energy Investments ⁽⁴⁾
Capacity	1.0 Bcf/d	1.0 Bcf/d	2.0 Bcf/d
Fees⁽¹⁾			
Reservation Fee ⁽²⁾	\$0.28/MMBTU	\$0.28/MMBTU	\$0.28/MMBTU
Opex Fee ⁽³⁾	\$0.04/MMBTU	\$0.04/MMBTU	\$0.04/MMBTU
2011 Full-Year Payments	\$124 million	\$129 million	\$252 million
Term	20 years	20 years	20 years
Guarantor	Total S.A.	Chevron Corp.	Cheniere Energy Partners, L.P.
Guarantor Credit Rating	Aa1/AA	Aa1/AA	NR
Payment Start Date	April 1, 2009	July 1, 2009	January 1, 2009

(1) Fees do not vary with the actual quantity of LNG processed; tax reimbursement not included in the fees.

(2) No inflation adjustments.

(3) Subject to annual inflation adjustment.

(4) Cheniere Marketing, a 100% subsidiary of Cheniere, assigned its TUA to Cheniere Energy Investments effective 7/1/2010.

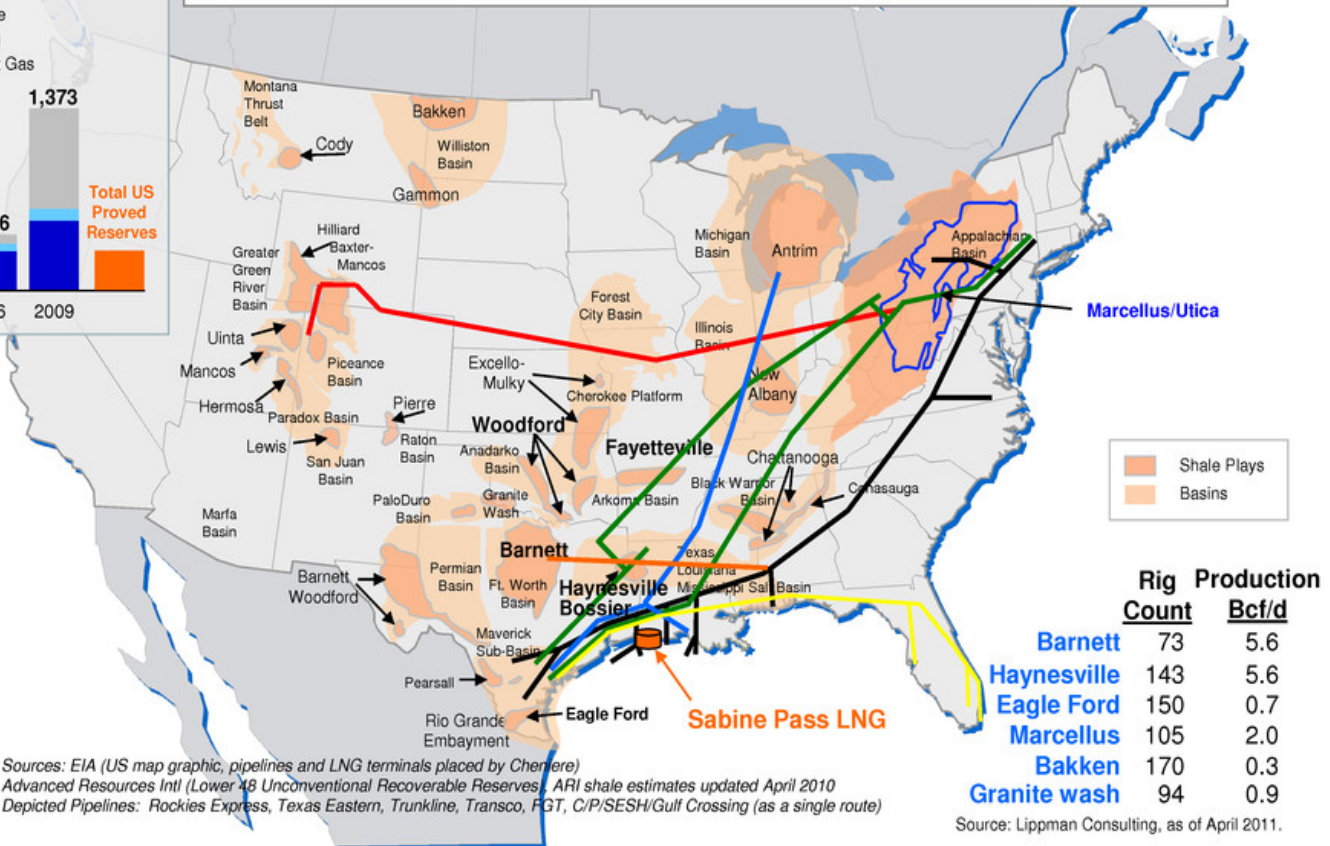
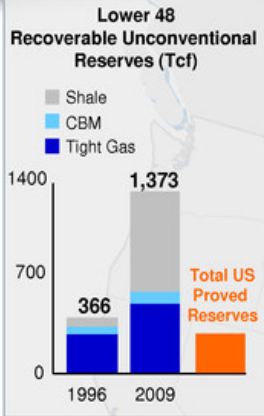
Note: Termination Conditions – (a) force majeure of 18 months (b) unable to satisfy customer delivery requirements of ~192MMbtu in a 12-month period, 15 cargoes over 90 days or 50 cargoes in a 12-month period. In the case of force majeure, the customers are required to pay their capacity reservation fees for the initial 18 months.

*Cheniere Energy Investments' TUA is assignable to affiliates



Strategically Located – Extensive Market Access to Gas

Primary Gas Sources for Sabine Pass Liquefaction Conventional Gulf Coast Onshore; Barnett; Haynesville; Bossier; Eagle Ford



Shale Plays
Basins

	Rig Count	Production Bcf/d
Barnett	73	5.6
Haynesville	143	5.6
Eagle Ford	150	0.7
Marcellus	105	2.0
Bakken	170	0.3
Granite wash	94	0.9

Sources: EIA (US map graphic, pipelines and LNG terminals placed by Cheniere)
Advanced Resources Intl (Lower 48 Unconventional Recoverable Reserves, ARI shale estimates updated April 2010)
Depicted Pipelines: Rockies Express, Texas Eastern, Trunkline, Transco, FGT, C/P/SESH/Gulf Crossing (as a single route)

Source: Lippman Consulting, as of April 2011.

North America Onshore Receiving Terminals



Terminal Capacity Holder	Baseload Sendout (MMcf/d)
Canaport Repsol	1,000
Everett - Suez	700
Cove Point BP, Statoil, Shell	1,800
Elba Island BG, Marathon, Shell	1,800
Gulf LNG Angola LNG, ENI	1,300
Lake Charles - BG	1,800
Freeport ConocoPhillips, Dow, Mitsui	1,500
Sabine Pass Total, Chevron, Cheniere	4,000
Cameron Sempra, ENI	1,500
Golden Pass ExxonMobil, ConocoPhillips, QP	2,000
Altamira Shell, Total	700
Costa Azul Shell, Sempra, Gazprom	1,000
Total	19,100

Source: Websites of Terminal Owners





Cheniere Energy

Contacts

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Christina Burke, Manager Investor Relations

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