Cheniere Energy, Inc.

Fourth Quarter and Full Year 2023

February 22, 2024

LNG LISTED NYSE

Safe Harbor Statements

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 or present facts or conditions, included or incorporated by reference herein are "forward-looking statements." Included among "forward-looking statements" are, among other things:

- statements regarding the ability of Cheniere Energy Partners, L.P. to pay or increase distributions to its unitholders or Cheniere Energy, Inc. to pay or increase dividends to its shareholders or participate in share or unit buybacks;
- statements regarding Cheniere Energy, Inc.'s or Cheniere Energy Partners, L.P.'s expected receipt of cash distributions from their respective subsidiaries;
- statements that Cheniere Energy Partners, L.P. expects to commence or complete construction of its proposed liquefied natural gas ("LNG") terminals, liquefaction facilities, pipeline facilities or other projects, or any expansions or portions thereof, by certain dates or at all;
- statements that Cheniere Energy, Inc. expects to commence or complete construction of its proposed LNG terminals, liquefaction facilities, pipeline facilities or other projects, or any expansions or portions thereof, by certain dates or at all;
- statements regarding future levels of domestic and international natural gas production, supply or consumption or future levels of LNG imports into or exports from North America and other countries worldwide, or purchases of natural gas, regardless of the source of such information, or the transportation or other infrastructure, or demand for and prices related to natural gas, LNG or other hydrocarbon products;
- statements regarding any financing transactions or arrangements, or ability to enter into such transactions;
- statements relating to Cheniere's capital deployment, including intent, ability, extent, and timing of capital expenditures, debt repayment, dividends, share repurchases and execution on the capital allocation plan;
- statements regarding our future sources of liquidity and cash requirements;
- statements relating to the construction of our proposed liquefaction facilities and natural gas liquefaction trains ("Trains") and the construction of our pipelines, including statements concerning the engagement of any engineering, procurement and construction ("EPC") contractor or other contractor and the anticipated terms and provisions of any agreement with any EPC or other contractor, and anticipated costs related thereto;
- statements regarding any agreement to be entered into or performed substantially in the future, including any revenues anticipated to be received and the anticipated timing thereof, and statements regarding the amounts of total LNG regasification, natural gas, liquefaction or storage capacities that are, or may become, subject to contracts;
- statements regarding counterparties to our commercial contracts, construction contracts and other contracts;
- statements regarding our planned development and construction of additional Trains or pipelines, including the financing of such Trains or pipelines;
- statements that our Trains, when completed, will have certain characteristics, including amounts of liquefaction capacities;
- statements regarding our business strategy, our strengths, our business and operation plans or any other plans, forecasts, projections or objectives, including anticipated revenues, capital expenditures, maintenance and operating costs, free cash flow, run rate SG&A estimates, cash flows, EBITDA, Consolidated Adjusted EBITDA, distributable cash flow, distributable cash flow per share and unit, deconsolidated debt outstanding, and deconsolidated contracted EBITDA, any or all of which are subject to change;
- statements regarding projections of revenues, expenses, earnings or losses, working capital or other financial items;
- statements regarding legislative, governmental, regulatory, administrative or other public body actions, approvals, requirements, permits, applications, filings, 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," "continue," "could," "develop," "estimate," "example," "expect," "forecast," "goals," "guidance," "intend," "may," "opportunities," "plan," "potential," "predict," "project," "propose," "pursue," "should," "subject to," "strategy," "target," "will," and similar terms and phrases, or by use of future tense. 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. and Cheniere Energy Partners, L.P. Annual Reports on Form 10-K filed with the SEC on February 22, 2024, 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 other than as required by law, we undertake no obligation to update or revise any forward-looking statement or provide reasons why actual results may differ, whether as a result of new information, future events or otherwise.

Reconciliation to U.S. GAAP Financial Information

The following presentation includes certain "non-GAAP financial measures" as defined in Regulation G under the Securities Exchange Act of 1934, as amended. Schedules are included in the appendix hereto that reconcile the non-GAAP financial measures included in the following presentation to the most directly comparable financial measures calculated and presented in accordance with U.S. GAAP.

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Agenda

Introduction	Randy Bhatia *Vice President, Investor Relations*
Company Highlights	Jack Fusco *President and Chief Executive Officer*
Commercial Update	Anatol Feygin *Executive Vice President and Chief Commercial Officer*
Financial Review	Zach Davis *Executive Vice President and Chief Financial Officer*
Q & A	

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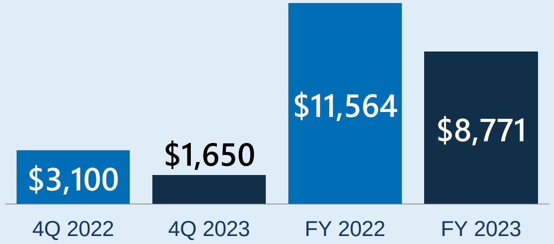
Operating and Financial Highlights

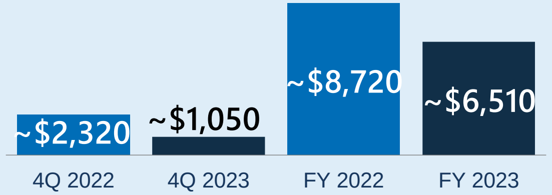
Jack Fusco, *President and CEO*

Fourth Quarter & Full Year 2023 Highlights & 2024 Guidance

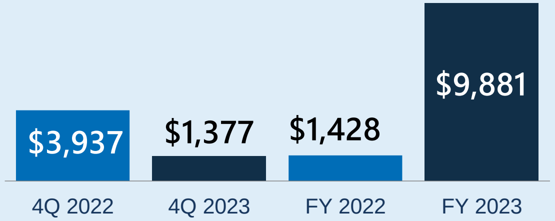
Consolidated Adjusted EBITDA



Distributable Cash Flow



Net Income



Financial Guidance

($ billions, except per unit data)

	FY 2024		
Consolidated Adjusted EBITDA	$5.5	-	$6.0
Distributable Cash Flow	$2.9	-	$3.4
CQP Distribution per Unit	$3.15	-	$3.35

Execution on '20/20 Vision' in 2023

- ✓ **~$1.2 billion** of long-term debt reduction
- ✓ **7 credit rating upgrades**, achieving investment grade throughout Cheniere corporate structure
- ✓ **~9.5 million** shares repurchased for **~$1.5 billion**
- ✓ **$1.66/sh** dividends declared
- ✓ **~$1.5 billion** capex funded for CCL Stage 3

Operational Excellence

- Top-decile[1] TRIR of **0.10** for the full year
- Record **615** TBtu of LNG loaded in 4Q
- Record **169** cargoes exported in 4Q

Commercial Strength in 2023

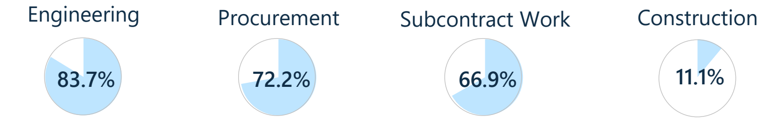
Signed **>6.5 mtpa** of long-term contracts expected to support the SPL Expansion Project, representing **>119 million tonnes** in aggregate volumes between 2026-2050

KOSPO ENN 新奥 equinor BASF 佛燃能源 FORAN ENERGY ARC RESOURCES LTD.

Loaded first cargo in February 2024 at the start of the DFCD[2] window of the 1.1 mtpa SPA

PETRONAS

CCL Stage 3 Project - 51.4% Complete[3]



Note: $ in millions unless otherwise noted. Net income as used herein refers to Net income attributable to common stockholders on our Statement of Operations. Consolidated Adjusted EBITDA and Distributable Cash Flow are non-GAAP measures. A definition of these non-GAAP measures and a reconciliation to Net income attributable to common stockholders, the most comparable U.S. GAAP measure, is included in the appendix.

(1) TRIR top decile is based on Bureau of Labor Statistics data available for companies with 1,000+ employees and various North American Industry Classification System Codes.
(2) DFCD represents Date of First Commercial Delivery.
(3) As of December 31, 2023.

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Cheniere Regulatory Update

Supports the U.S. Economy

Corpus Christi Stage 3

Enhances Energy Security

Sabine Pass Liquefaction

Facilitates Global Decarbonization

Corpus Christi Liquefaction

Cheniere Regulatory Update

Project	FERC	DOE		Status
		FTA	Non-FTA	
Sabine Pass Trains 1-6	✓	✓	✓	Operational
Corpus Christi Trains 1-3	✓	✓	✓	Operational
CCL Stage 3	✓	✓	✓	Under Construction >50% Complete(1)
CCL Midscale Trains 8 & 9	Environmental Assessment (EA) expected March 2024	✓	Pending(2)	Targeting FID 2025
SPL Expansion Project	In Pre-Filing; Full application expected to be submitted Q1'24	Not submitted	Not submitted	Targeting FID 2026

(1) CCL Stage 3 Project completion percentage as of December 31, 2023 and reflects: engineering 83.7% complete, procurement 72.2% complete, subcontract work 66.9% complete and construction 11.1% complete.
(2) Subject to the receipt of regulatory permit approval from the FERC.

Commercial Update

Anatol Feygin, *EVP and CCO*

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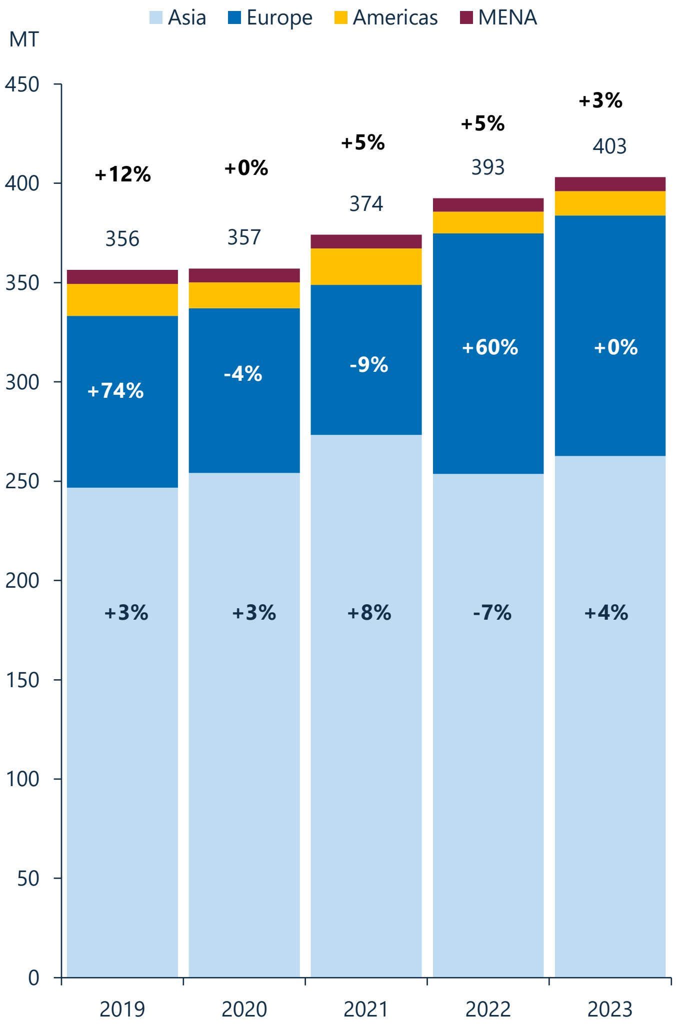
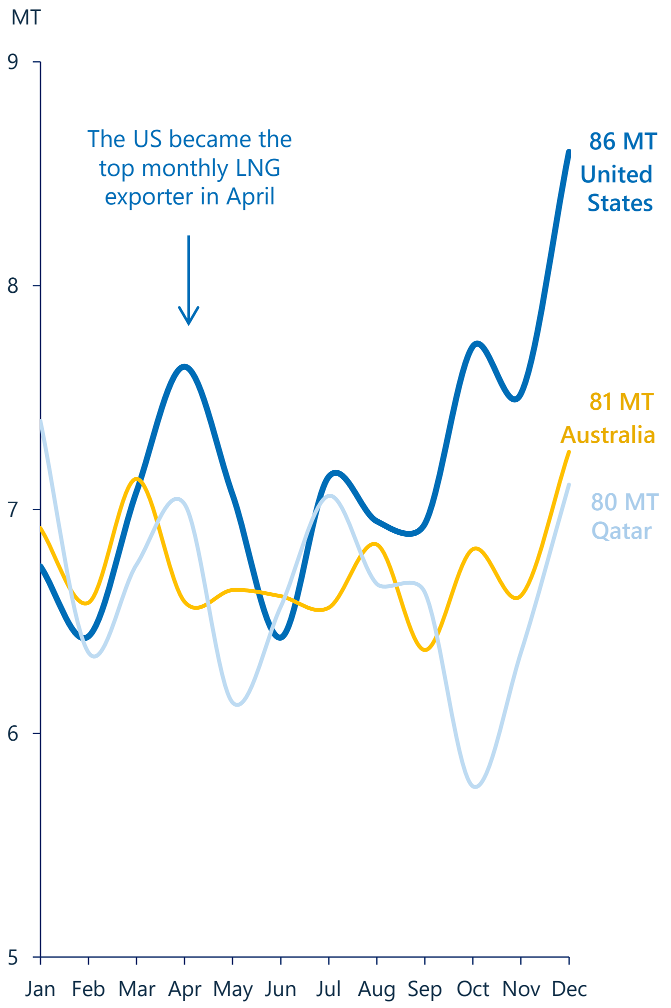
Global LNG Trade Grew to over 400 MT in 2023

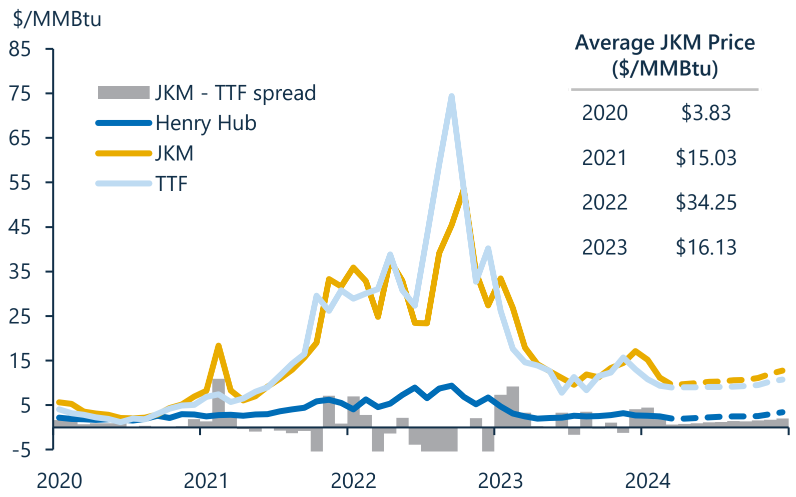
Global LNG Demand



Top 3 LNG Exporters in 2023

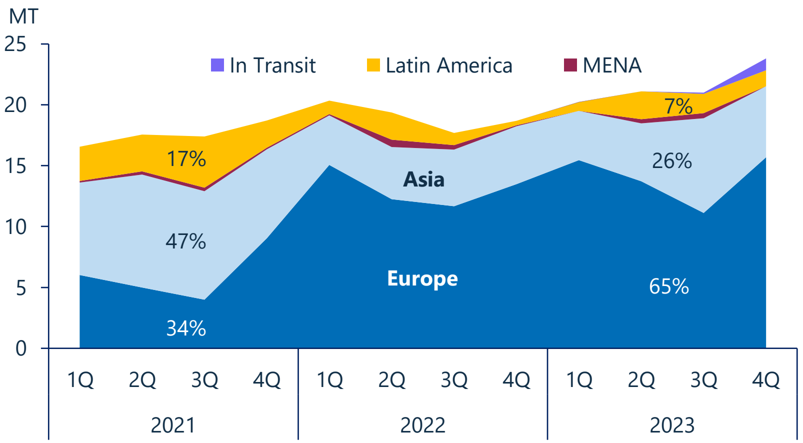


Gas and LNG Prices



Average JKM Price ($/MMBtu)	
2020	$3.83
2021	$15.03
2022	$34.25
2023	$16.13

U.S. LNG Exports by Destination



Sources: Cheniere Research, Kpler, CME, ICE, S&P Global.

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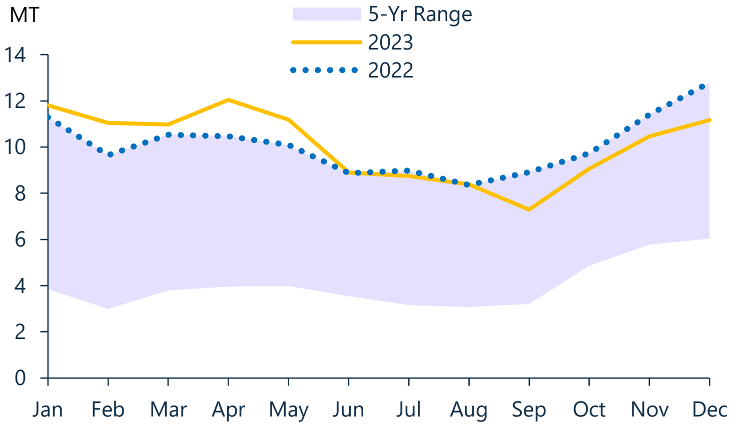
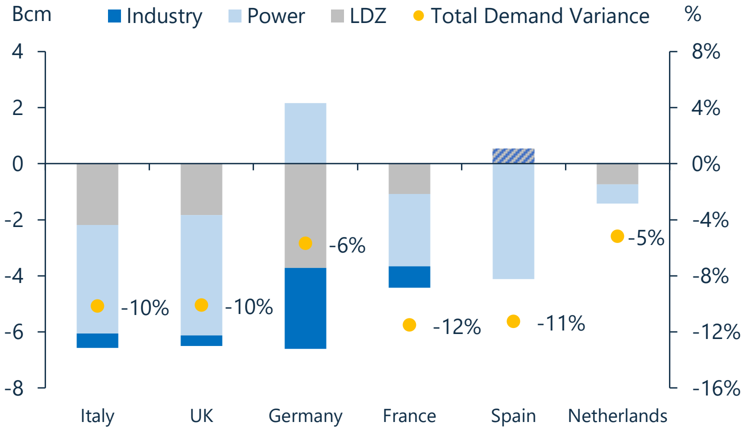
LNG Trade Remains Delicately Balanced

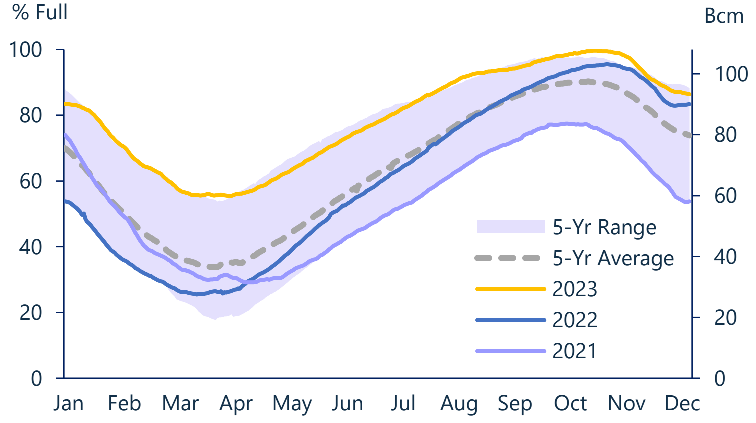
LNG Imports to Europe[1]



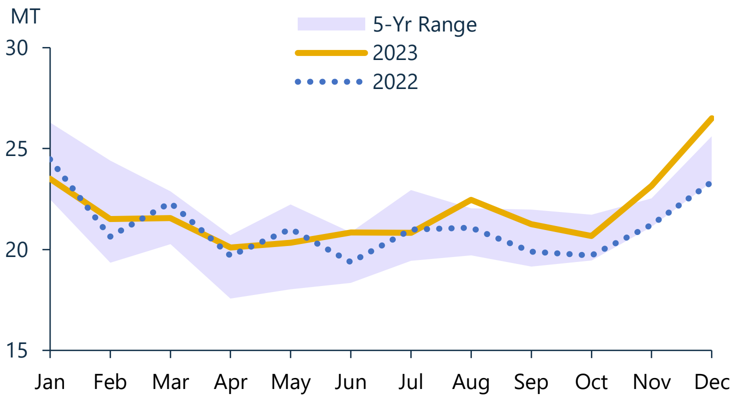
EU+UK Gas Demand YoY Variance by Sector



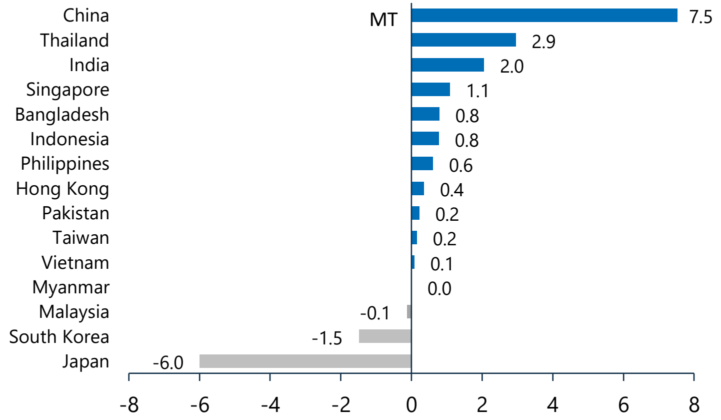
EU Gas Storage Levels



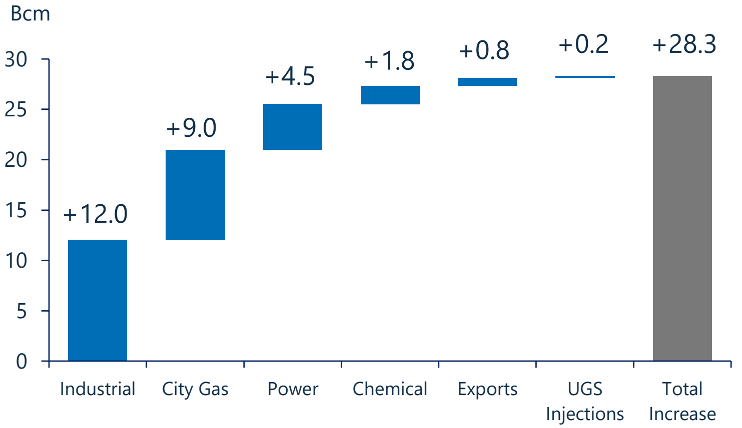
LNG Imports to Asia



Asia LNG Imports YoY Variance



China Gas Demand YoY Variance



Source: Cheniere Research, Kpler, Commodity Essentials, GIE, OIES, METI.
(1) Major European markets' gas demand and power generation include data from Germany, UK, Italy, France, Spain, and the Netherlands.

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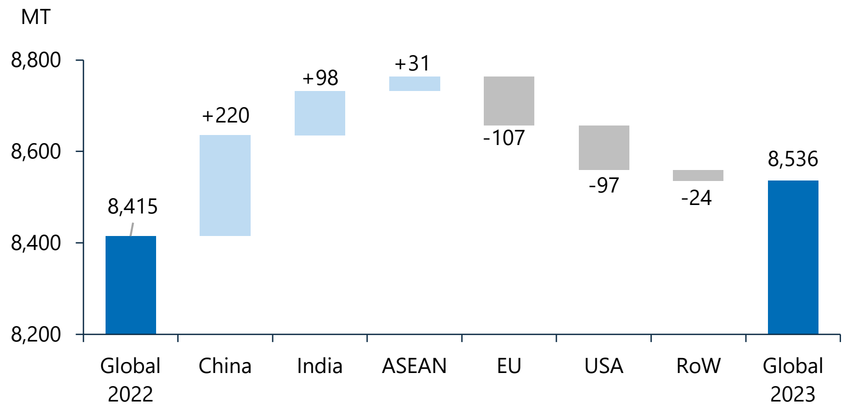
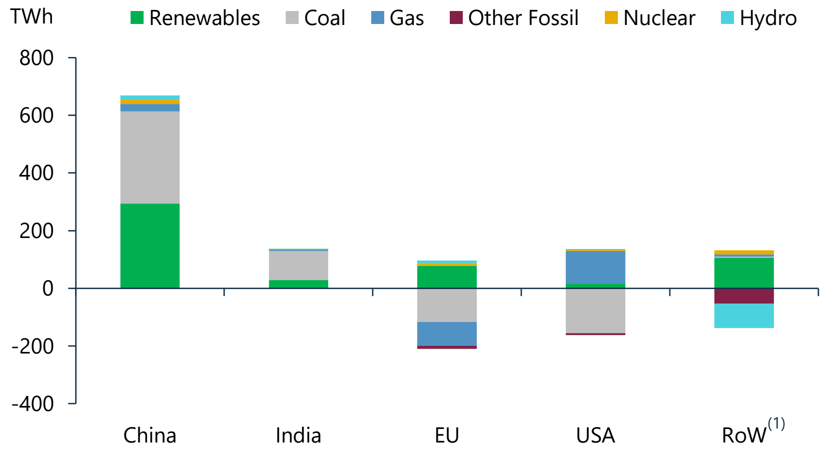
Sustained Demand for Natural Gas Through 2050 & Beyond

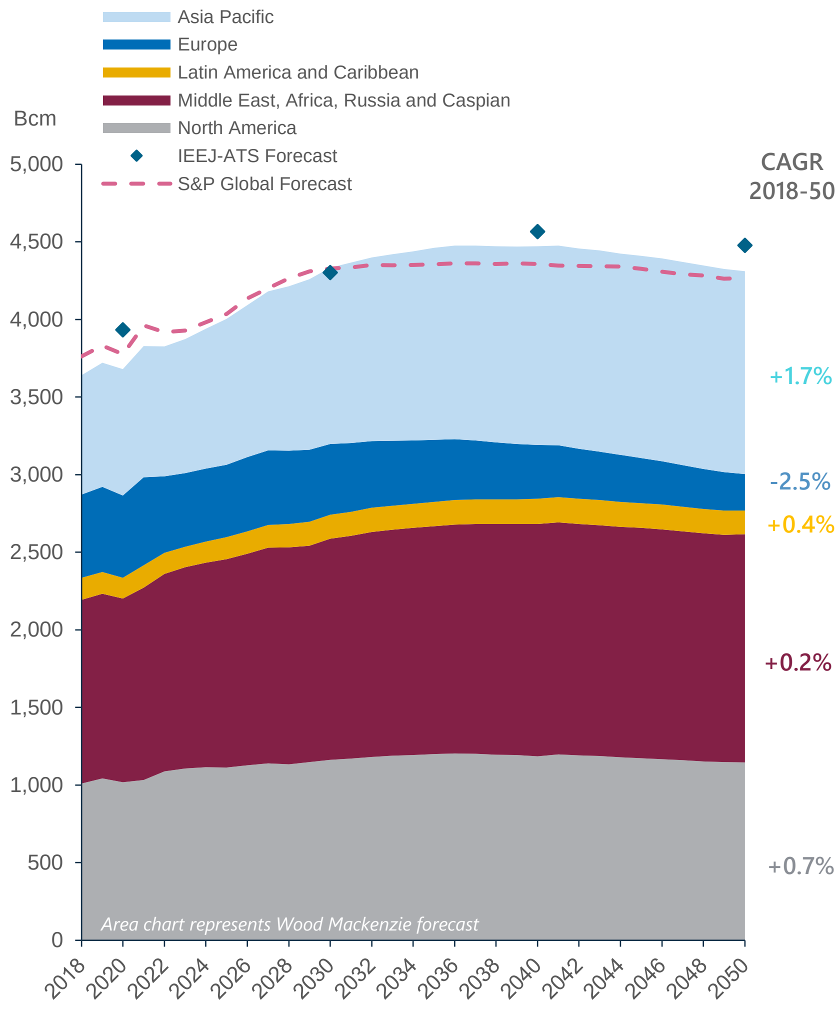
Global Coal Consumption at All-Time High



Global Power Generation YoY Change



Global Gas Demand Forecasts



Global coal consumption was up 1.4% in 2023, primarily in price sensitive emerging and developing economies

Global electricity demand met predominately by coal, despite expansion of renewables

Coal remains the largest source of power generation globally; Gas to play an important role in helping reduce coal consumption and lowering GHG emissions

Longer term, gas demand growth expected to be driven by developing economies – which favors continued LNG supply growth

Strong and sound clean energy policies require an increase in natural gas infrastructure

Sources: IEA *"Coal 2023" report,* EMBER, Wood Mackenzie *"Global Demand December 2023"*, S&P Global, IEEJ 2023 Forecast.
(1) ROW power generation data for December 2023 are internal estimates based on historical data.

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Financial Review

Zach Davis, *EVP and CFO*

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Fourth Quarter & Full Year 2023 Financial Highlights

Summary Results

($ millions, except per share and LNG data)	2022 4Q	2022 Full Year	2023 4Q	2023 Full Year
Revenues	$9,085	$33,428	$4,823	$20,394
Consolidated Adjusted EBITDA	$3,100	$11,564	$1,650	$8,771
Distributable Cash Flow	~$2,320	~$8,720	~$1,050	~$6,510
Net Income [1]	$3,937	$1,428	$1,377	$9,881
LNG Exported				
LNG Volumes Exported (TBtu)	601	2,306	616	2,300
LNG Cargoes Exported	166	638	169	637
LNG Volumes Recognized in Income (TBtu)				
LNG Volumes from Liquefaction Projects	581	2,288	607	2,318
Third-Party LNG Volumes	10	29	11	35

Key Financial Transactions and Updates

~$5 Billion Deployed Under Capital Allocation Plan in 2023

- ✓ 7 distinct credit rating upgrades
- ✓ Inaugural investment grade issuance at CQP
- ✓ Deployed more capital towards share repurchases than deleveraging for 3rd consecutive quarter in 4Q, progressing to cumulative 1:1 target
- ✓ Increased dividend by 10% in 3Q
- ✓ Funded ~$1.5 billion of CCL Stage 3 capex with cash flows from operations

Long-Term Capital Allocation Plan Progress

	Accretive Growth	Share Buybacks	Debt Reduction	Dividends
4Q 2023	~$467MM Capex Funded for CCL Stage 3	~$339MM of Shares Repurchased	$50MM Repaid / Redeemed	$0.435/sh Declared
FY 2023	~$1.5B Capex Funded for CCL Stage 3	~$1.5B of Shares Repurchased	~$1.2B Repaid / Redeemed	$1.66/sh Declared

2024

Jan 1 - Feb 16, repurchased **~2.9MM** shares for **>$450MM**
$4B share repurchase authorization **>50%** complete
<235MM shares outstanding

Note: Consolidated Adjusted EBITDA and Distributable Cash Flow are non-GAAP measures. A definition of these non-GAAP measures and a reconciliation to Net income attributable to common stockholders, the most comparable U.S. GAAP measure, is included in the appendix.

1. Reported as Net income attributable to common stockholders on our Consolidated Statement of Operations.

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Full Year 2024 Guidance

Full Year 2024 Guidance – Above Midpoint of 9-Train Run-Rate Guidance

($ billions, except per unit data)	FY 2024		
Consolidated Adjusted EBITDA	**$5.5**	**-**	**$6.0**
9-Train Run-Rate Guidance	*$5.3*	*-*	*$5.7*
Distributable Cash Flow	**$2.9**	**-**	**$3.4**
9-Train Run-Rate Guidance	*$2.6*	*-*	*$3.0*
CQP Distribution per Unit	**$3.15**	**-**	**$3.35**

2024 Snapshot

- ✓ ~15 TBtu remains unsold today
- ✓ ~45 MTPA expected production, including planned maintenance at SPL & CCL
- ✓ CCL Stage 3 first LNG expected
- ✓ ~$1.5-2.0 billion of expected CCL Stage 3 capex
- ✓ Preserving cash & fortifying CQP balance sheet in advance of SPL Expansion Project & financing

Note: Consolidated Adjusted EBITDA and Distributable Cash Flow are non-GAAP measures. A definition of these non-GAAP measures and a reconciliation to Net income attributable to common stockholders, the most comparable U.S. GAAP measure, is included in the appendix.

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Cheniere Energy, Inc.

Fourth Quarter and Full Year 2023

February 22, 2024

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Appendix

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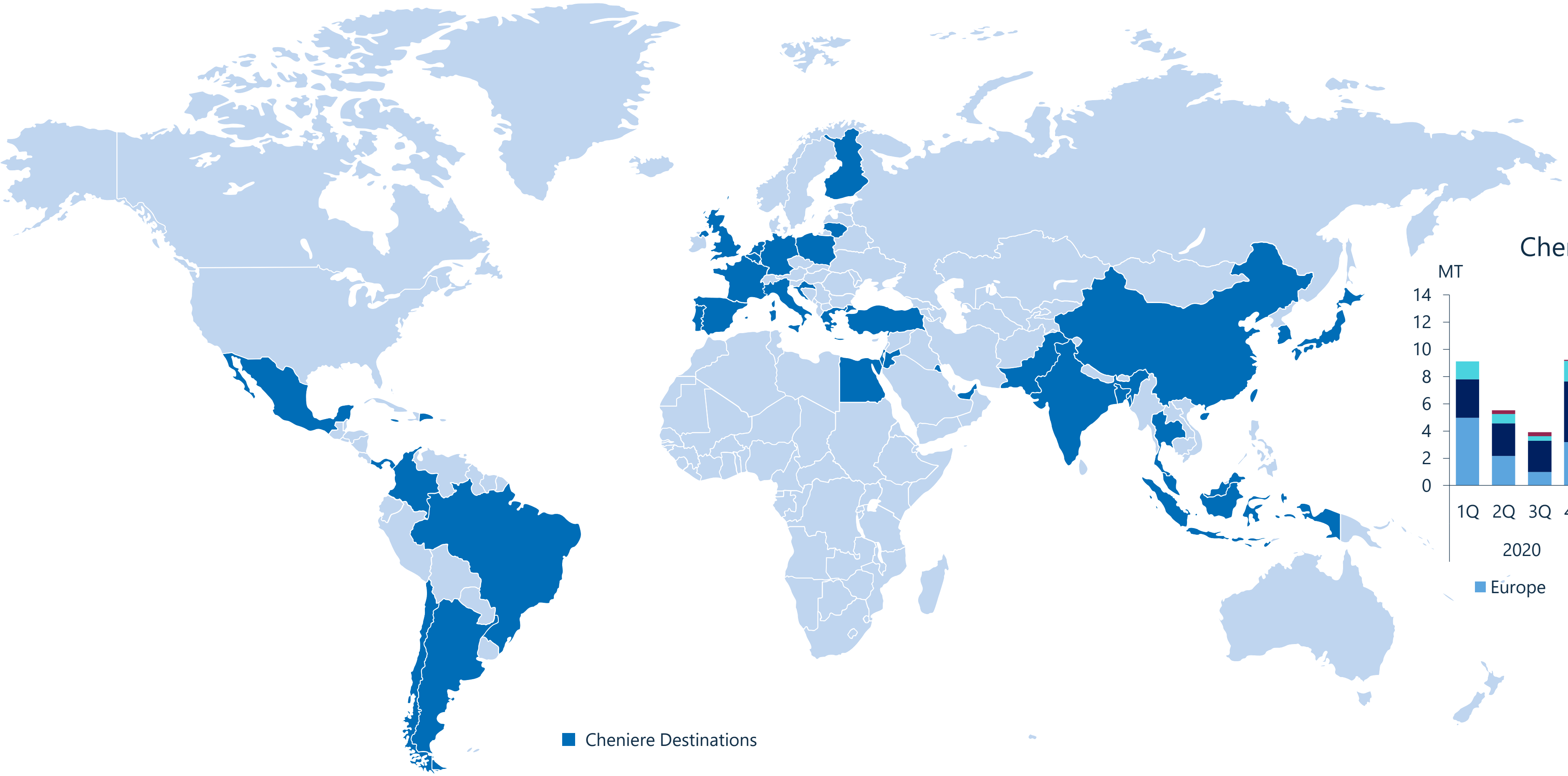
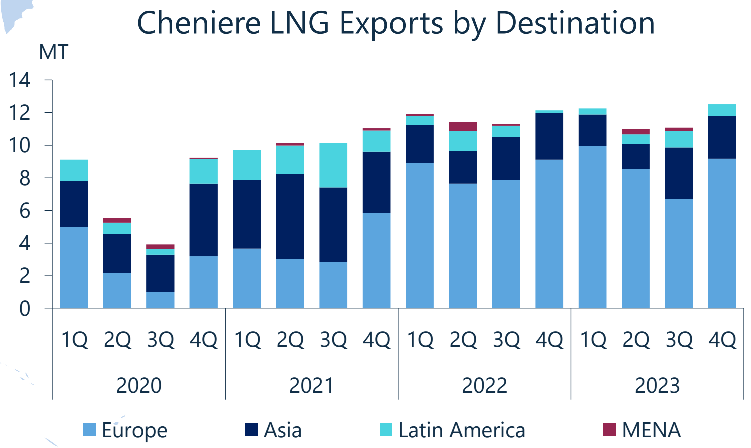
Cheniere LNG Exports

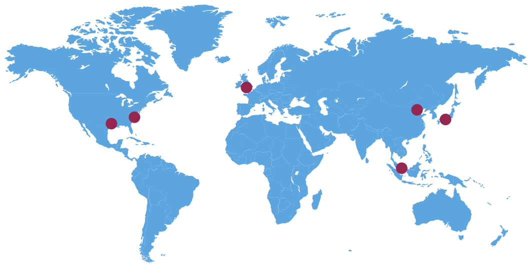
~**3,280 Cargoes** Exported from our Liquefaction Projects to 39 Countries & Regions





Sources: Cheniere Research.
Note: Cumulative cargoes of February 16, 2024.

Industry Leading U.S. LNG Export Platform



>1,600 Employees
6 Offices Worldwide
Houston | London | Washington D.C.
Singapore | Beijing | Tokyo

Corpus Christi LNG Terminal
~25+ mtpa Total Production Capacity

- Trains 1-3 operating, contracts with long-term buyers commenced
- Trains 1-3 delivered ahead of schedule and within budget
- 10+ mtpa Stage 3 expansion project under construction
- Up to ~5 mtpa in development[(1)]

Sabine Pass Liquefaction
~30 mtpa Total Production Capacity

- Trains 1-6 operating, contracts with long-term buyers commenced
- Trains 1-6 delivered ahead of schedule and within budget
- Up to ~20 mtpa in development[(1)]

(1) Inclusive of estimated debottlenecking opportunities.

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Liquefaction Platform Update

Sabine Pass Liquefaction

Liquefaction Operations

6 Trains in operation

~2,410 cargoes produced and exported

Growth

SPL Expansion Project in pre-filing process with FERC

>6.5 mtpa of long-term contracts expected to support the SPL Expansion Project

Developing Carbon Capture, & Storage (CCS) opportunities

Corpus Christi Liquefaction

Liquefaction Operations

3 Trains in operation

~870 cargoes produced and exported

Growth

Midscale Trains 8 & 9 application filed with FERC

~2.8 mtpa of long-term contracts available to support Midscale Trains 8 & 9 Project

Stage 3

10+ mtpa brownfield expansion project under construction - ~51.4% Complete

Note: Cumulative cargoes as of February 16, 2024. CCL Stage 3 Project completion percentage as of December 31, 2023 and reflects: engineering 83.7% complete, procurement 72.2% complete, subcontract work 66.9% complete and construction 11.1% complete.

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Cheniere 4Q 2023 Debt Summary

Cash Balance: ~$3.5B[1]

Cheniere Energy, Inc.
$1.5B Notes due 2028 (4.625%)
$1.25B Unsecured Revolving Credit Facility due 2026

Cheniere Energy, Inc.
(NYSE: LNG)

CQP GP
(& IDRs)

Cheniere Marketing

Cheniere Corpus Christi Holdings

Cheniere Corpus Christi Holdings, LLC
~$1.49B Notes due 2025 (5.875%)
~$1.20B Notes due 2027 (5.125%)
~$1.13B Notes due 2029 (3.700%)
~$2.54B Notes due 2039[2]
$1.5B Working Capital Facility due 2027
~$3.3B Term Loan Credit Facility[3]

Cheniere Energy Partners, L.P.
$1.5B Notes due 2029 (4.500%)
$1.5B Notes due 2031 (4.000%)
$1.2B Notes due 2032 (3.250%)
$1.4B Notes due 2033 (5.950%)
$1.0B Senior Unsecured Revolving Credit Facility due 2028

Cheniere Energy Partners, L.P.
(NYSE: CQP)

Cash Balance: ~$0.6B[1]

Corpus Christi Liquefaction

Cheniere Corpus Christi Pipeline

Sabine Pass LNG

Cheniere Creole Trail Pipeline

Sabine Pass Liquefaction

Sabine Pass Liquefaction, LLC
$0.3B Notes due 2024 (5.750%)
$2.0B Notes due 2025 (5.625%)
$1.5B Notes due 2026 (5.875%)
$1.5B Notes due 2027 (5.000%)
$1.35B Notes due 2028 (4.200%)
$2.0B Notes due 2030 (4.500%)
~$1.78B Notes due 2037[4]
$1.0B Senior Secured Revolving Credit Facility due 2028

Publicly Traded Equity
Operating Entity
Non-Operating Entity

Total Consolidated Long-Term Debt[5]: ~$23.4 Billion

Note: This organizational chart is provided for illustrative purposes only, is not and does not purport to be a complete organizational chart of Cheniere. Total commitments for Term Loan, Credit, and Working Capital facilities are shown above and are inclusive of undrawn balances.
(1) Unrestricted cash balance as of December 31, 2023. Cheniere balance does not include unrestricted cash of $0.6 billion held by CQP.
(2) Includes 4 separate tranches of notes reflecting a weighted-average interest rate of 3.788%.
(3) Matures the earlier of June 2029 or two years after substantial completion of the last train of CCL Stage 3.
(4) Includes 8 separate tranches of notes reflecting a weighted-average interest rate of 4.746%.
(5) Reflects total long-term debt net of unamortized discount, debt issuance costs, and current portion of long-term debt.

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Run-Rate Guidance

Assumes CMI Run-Rate of $2.00 - $2.50 / MMBtu

($ bn, unless otherwise noted)	**9 Trains** *(Full Year)* *SPL T1-6* *CCL T1-3*	**9 Trains + Stage 3** *(Full Year)* *SPL T1-6* *CCL T1-3 + Stage 3*	**9 Trains + Stage 3 + Midscale 8 & 9 + Capital Return** *(Full Year)* *SPL T1-6* *CCL T1-3 + Stage 3 + Midscale T8-9*
CEI Consolidated Adjusted EBITDA	**$5.3 - $5.7**	**$6.4 - $6.9**	**$6.7 - $7.3**
Less: Distributions to CQP Non-Controlling Interest	$(0.9) - $(1.0)	$(0.9) - $(1.0)	$(0.9) - $(1.0)
Less: CQP / SPL Interest Expense / Maintenance Capex / Other	$(1.0)	$(1.0)	$(0.9)
Less: CEI / CCH Interest Expense / Maintenance Capex / Income Taxes / Other	$(0.8)	$(1.3) - $(1.4)	$(1.0) - $(1.1)
CEI Distributable Cash Flow	**$2.6 - $3.0**	**$3.2 - $3.5**	**$3.9 - $4.3**
CQP Distributable Cash Flow Per Unit	**$3.75 - $3.95**	**$3.75 - $3.95**	**$3.75 - $3.95**

- ***Every $1 / MMBtu Increase in CMI Margin Contributes ~$300 mm to 9 Trains + Stage 3 Guidance[(1)]***
- ***NOLs Nearly Exhausted by Stage 3 Run-Rate in mid-2020s, Thereby Reducing Run-Rate DCF in 9 Trains + Stage 3 Guidance***

Note: Numbers may not foot due to rounding. Range driven by production range of 4.9 – 5.1 MTPA per largescale train, 1.49 MTPA per midscale train, and 4.0 – 5.0 MTPA for Midscale T8-9 expansion + debottlenecking, and marketing margin of $2.00 - $2.50 / MMBtu. Additional assumptions include 80/20 profit-sharing tariff with SPL/CCH projects, $3.00 / MMBtu Henry Hub, and 5.00% interest rates for refinancings. Consolidated Adjusted EBITDA, Distributable Cash Flow, Distributable Cash Flow per Share and Distributable Cash Flow per Unit are non- GAAP measures. A definition of these non-GAAP measures is included in the appendix. We have not made any forecast of net income on a run rate basis, which would be the most directly comparable measure under GAAP, in part because net income includes the impact of derivative transactions, which cannot be determined at this time, and we are unable to reconcile differences between these run rate forecasts and net income.

(1) Based on ~90% of capacity contracted at midpoint of production guidance for "9 Trains + Stage 3 Guidance" and "9 Trains + Stage 3 + Midscale 8 & 9 + Capital Return".

Reconciliation to Non-GAAP Measures

Regulation G Reconciliations

This presentation contains non-GAAP financial measures. Consolidated Adjusted EBITDA, Distributable Cash Flow, Distributable Cash Flow per Share, and Distributable Cash Flow per Unit are non-GAAP financial measures that we use to facilitate comparisons of operating performance across periods. These non-GAAP measures should be viewed as a supplement to and not a substitute for our U.S. GAAP measures of performance and the financial results calculated in accordance with U.S. GAAP and reconciliations from these results should be carefully evaluated.

Consolidated Adjusted EBITDA is commonly used as a supplemental financial measure by our management and external users of our consolidated financial statements to assess the financial performance of our assets without regard to financing methods, capital structures, or historical cost basis. Consolidated Adjusted EBITDA is not intended to represent cash flows from operations or net income as defined by U.S. GAAP and is not necessarily comparable to similarly titled measures reported by other companies.

We believe Consolidated Adjusted EBITDA provides relevant and useful information to management, investors and other users of our financial information in evaluating the effectiveness of our operating performance in a manner that is consistent with management's evaluation of financial and operating performance.

Consolidated Adjusted EBITDA is calculated by taking net loss attributable to common stockholders before net income attributable to non-controlling interest, interest expense, net of capitalized interest, taxes, depreciation and amortization, and adjusting for the effects of certain non-cash items, other non-operating income or expense items, and other items not otherwise predictive or indicative of ongoing operating performance, including the effects of modification or extinguishment of debt, impairment expense and loss on disposal of assets, changes in the fair value of our commodity and FX derivatives prior to contractual delivery or termination, and non-cash compensation expense. The change in fair value of commodity and FX derivatives is considered in determining Consolidated Adjusted EBITDA given that the timing of recognizing gains and losses on these derivative contracts differs from the recognition of the related item economically hedged. We believe the exclusion of these items enables investors and other users of our financial information to assess our sequential and year-over-year performance and operating trends on a more comparable basis and is consistent with management's own evaluation of performance.

Distributable Cash Flow is defined as cash generated from the operations of Cheniere and its subsidiaries and adjusted for non-controlling interest. The Distributable Cash Flow of Cheniere's subsidiaries is calculated by taking the subsidiaries' EBITDA less interest expense, net of capitalized interest, interest rate derivatives, taxes, maintenance capital expenditures and other non-operating income or expense items, and adjusting for the effect of certain non-cash items and other items not otherwise predictive or indicative of ongoing operating performance, including the effects of modification or extinguishment of debt, amortization of debt issue costs, premiums or discounts, changes in fair value of interest rate derivatives, impairment of equity method investment and deferred taxes. Cheniere's Distributable Cash Flow includes 100% of the Distributable Cash Flow of Cheniere's wholly-owned subsidiaries. For subsidiaries with non-controlling investors, our share of Distributable Cash Flow is calculated as the Distributable Cash Flow of the subsidiary reduced by the economic interest of the non-controlling investors as if 100% of the Distributable Cash Flow were distributed in order to reflect our ownership interests and our incentive distribution rights, if applicable. The Distributable Cash Flow attributable to non-controlling interest is calculated in the same method as Distributions to non-controlling interest as presented on Statements of Stockholders' Equity. This amount may differ from the actual distributions paid to non-controlling investors by the subsidiary for a particular period.

CQP Distributable Cash Flow is defined as CQP Adjusted EBITDA adjusted for taxes, maintenance capital expenditures, interest expense net of capitalized interest, interest income, and changes in the fair value and non-recurring settlement of interest rate derivatives.

Distributable Cash Flow per Share and Distributable Cash Flow per Unit are calculated by dividing Distributable Cash Flow by the weighted average number of common shares or units outstanding.

We believe Distributable Cash Flow is a useful performance measure for management, investors and other users of our financial information to evaluate our performance and to measure and estimate the ability of our assets to generate cash earnings after servicing our debt, paying cash taxes and expending sustaining capital, that could be considered for deployment by our Board of Directors pursuant to our capital allocation plan, such as by way of common stock dividends, stock repurchases, retirement of debt, or expansion capital expenditures.[1]

Distributable Cash Flow is not intended to represent cash flows from operations or net income as defined by U.S. GAAP and is not necessarily comparable to similarly titled measures reported by other companies.

Non-GAAP measures have limitations as an analytical tool and should not be considered in isolation or in lieu of an analysis of our results as reported under GAAP and should be evaluated only on a supplementary basis.

Note:

We have not made any forecast of net income on a run rate basis, which would be the most directly comparable financial measure under GAAP, in part because net income includes the impact of derivative transactions, which cannot be determined at this time, and we are unable to reconcile differences between run rate Consolidated Adjusted EBITDA and Distributable Cash Flow and income.

[1] Capital spending for our business consists primarily of:

- *Maintenance capital expenditures.* These expenditures include costs which qualify for capitalization that are required to sustain property, plant and equipment reliability and safety and to address environmental or other regulatory requirements rather than to generate incremental distributable cash flow; and
- *Expansion capital expenditures.* These expenditures are undertaken primarily to generate incremental distributable cash flow and include investment in accretive organic growth, acquisition or construction of additional complementary assets to grow our business, along with expenditures to enhance the productivity and efficiency of our existing facilities.

Consolidated Adjusted EBITDA

The following table reconciles our Consolidated Adjusted EBITDA to U.S. GAAP results for the three and twelve months ended December 31, 2023 and 2022 (in millions):

	Three Months Ended December 31, 2023	Three Months Ended December 31, 2022	Twelve Months Ended December 31, 2023	Twelve Months Ended December 31, 2022
Net income attributable to common stockholders	$ 1,377	$ 3,937	$ 9,881	$ 1,428
Net income attributable to non-controlling interest	449	1,210	2,178	1,207
Income tax provision	400	1,221	2,519	459
Interest expense, net of capitalized interest	270	346	1,141	1,406
Loss (gain) on modification or extinguishment of debt	—	23	(15)	66
Interest and dividend income	(64)	(29)	(211)	(57)
Other expense (income), net	3	3	(4)	50
Income from operations	$ 2,435	$ 6,711	$ 15,489	$ 4,559
Adjustments to reconcile income (loss) from operations to Consolidated Adjusted EBITDA:				
Depreciation and amortization expense	304	292	1,196	1,119
Loss (gain) from changes in fair value of commodity and FX derivatives, net (1)	(1,085)	(3,910)	(8,026)	5,773
Total non-cash compensation expense (recovery)	(18)	5	96	108
Other	14	2	16	5
Consolidated Adjusted EBITDA	$ 1,650	$ 3,100	$ 8,771	$ 11,564

(1) Change in fair value of commodity and FX derivatives prior to contractual delivery or termination

Note: Totals may not sum due to rounding.

Consolidated Adjusted EBITDA and Distributable Cash Flow

The following table reconciles our actual Consolidated Adjusted EBITDA and Distributable Cash Flow to Net income attributable to common stockholders for the three and twelve months ended December 31, 2023 and 2022 and the forecast amounts for full year 2024 (in billions):

	Three Months Ended December 31, 2023	Three Months Ended December 31, 2022	Twelve Months Ended December 31, 2023	Twelve Months Ended December 31, 2022	Full Year 2024		
Net income attributable to common stockholders	$ 1.38	$ 3.94	$ 9.88	$ 1.43	$ 1.6	-	$ 2.0
Net income attributable to non-controlling interest	0.45	1.21	2.18	1.21	1.0	-	1.1
Income tax provision (benefit)	0.40	1.22	2.52	0.46	0.4	-	0.5
Interest expense, net of capitalized interest	0.27	0.35	1.14	1.41	1.1	-	1.1
Depreciation and amortization expense	0.30	0.29	1.20	1.12	1.2	-	1.2
Other expense (income), financing costs, and certain non-cash operating expenses	(1.15)	(3.91)	(8.14)	5.95	0.2	-	0.1
Consolidated Adjusted EBITDA	$ 1.65	$ 3.10	$ 8.77	$ 11.56	$ 5.5	-	$ 6.0
Interest expense (net of capitalized interest and amortization) and realized interest rate derivatives	(0.25)	(0.32)	(1.08)	(1.36)	(1.0)	-	(1.0)
Maintenance capital expenditures	(0.08)	(0.04)	(0.24)	(0.18)	(0.2)	-	(0.2)
Income tax	(0.03)	0.01	(0.13)	(0.02)	(0.4)	-	(0.5)
Other income (expense)	0.05	(0.01)	0.18	0.05	(0.1)	-	0.1
Consolidated Distributable Cash Flow	$ 1.34	$ 2.73	$ 7.50	$ 10.05	$ 3.8	-	$ 4.4
Cheniere Partners' distributable cash flow attributable to non-controlling interest	(0.29)	(0.41)	(0.99)	(1.33)	(0.9)	-	(1.0)
Cheniere Distributable Cash Flow	$ 1.05	$ 2.32	$ 6.51	$ 8.72	$ 2.9	-	3.4

Note: Totals may not sum due to rounding.

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