BILL OF SALE

	Dated as of	[]	, 2013	(the	"Effective	Date")
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1. **NEW ENGLAND ELECTRIC TRANSMISSION CORPORATION**, a New Hampshire corporation, with a place of business at 40 Sylvan Road, Waltham, MA 02451 (the "<u>Seller</u>" or "<u>NEET</u>"), in consideration of **Fifty Thousand Three Hundred and Eighty Four Dollars** (\$50,384), the receipt and sufficiency of which are hereby acknowledged by the Seller, hereby sells, transfers and assigns unto **NEW ENGLAND POWER COMPANY**, a Massachusetts corporation, with a place of business at 40 Sylvan Road, Waltham, MA 02451 (the "<u>Buyer</u>" or "<u>NEP</u>"), all of its right, title and interest in and to the items, assets, personalty and equipment identified on <u>Exhibit A</u> attached hereto (the "<u>Assets</u>").

TO HAVE AND TO HOLD the Assets with all the privileges and appurtenances thereof to the Buyer, its successors and assigns, for its own use and forever.

2. BUYER ACKNOWLEDGES AND AGREES THAT IT HAS EXAMINED THE ASSETS AS FULLY AS IT DESIRED AND THAT THE ASSETS ARE BEING SOLD AND TRANSFERRED "AS IS, WHERE IS" AND, ACCORDINGLY, SELLER IS NOT MAKING ANY COVENANTS, REPRESENTATIONS OR WARRANTIES, WRITTEN OR ORAL, STATUTORY, EXPRESS OR IMPLIED, CONCERNING THE QUALITY, CONDITION OR WORKMANSHIP OF SUCH ASSETS, INCLUDING, IN PARTICULAR, AND WITHOUT LIMITATION, ANY WARRANTY OF MERCHANTABILITY, USAGE, SUITABILITY OR FITNESS FOR A PARTICULAR PURPOSE, ALL OF WHICH ARE HEREBY EXPRESSLY DISCLAIMED.

Title to the Assets shall vest in Buyer as of the Effective Date. The Assets shall be delivered to Buyer *in situ*. Risk of loss or damage to the Assets shall pass to Buyer as of the Effective Date.

The provisions of this Paragraph 2 shall survive transfer of the Assets under this Bill of Sale.

3. To the extent that any provision of this Bill of Sale shall be held to be invalid, illegal or unenforceable, such provision shall be modified so as to give as much effect to the original intent of such provision as is consistent with applicable law and without affecting the validity, legality or enforceability of the remaining provisions of this Bill of Sale. Each party represents and warrants to the other that the signatory identified beneath its name below has full authority to execute this Bill of Sale on its behalf.

This Bill of Sale and all of the provisions hereof shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

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This Bill of Sale shall be governed by and construed in accordance with applicable Federal law and the laws of the State of New Hampshire (regardless of the laws that might otherwise govern under applicable principles of conflicts of laws). Venue in any action with respect to this Bill of Sale shall be in New Hampshire; the parties agree to submit to the personal jurisdiction of courts in New Hampshire with respect to any such actions.

This Bill of Sale may be executed in multiple counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. This Bill of Sale may also be executed via counterpart facsimiles or in "PDF" format by electronic mail upon (a) the telecopy or emailing by each party of its signed signature page to the other party, with, in the case of facsimile, return receipt requested and received and (b) the parties' agreement that they will each concurrently forward a fully executed original counterpart to the other party.

[Signatures are on following page.]

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IN WITNESS WHEREOF, the parties have each caused this Bill of Sale to be executed in their names and behalf by their respective duly authorized representatives as of the Effective Date.

as Seller	
By:	
Name:	
Title:	
NEW ENGLAND POWER COMPANY, as Buyer	
By:	
Name:	
Title:	

NEW ENGLAND ELECTRIC

TRANSMISSION CORPORATION,

EXHIBIT A

DESCRIPTION OF ASSETS

The following assets were associated with the AC reinforcements required at Comerford to support the HVDC Converter. All assets will be transferred to NEP and will remain in-situ.

ν	MONROE 0772 HYDRO QUEBEC PHASE 1 – CO	OMERFORD	AC REINFORCEMENTS
Asset ID	Description	Quantity	Comments
11399244	HYD QUE PH.1 - 7 FT. FENCE (NEP 230KV	1	Comments
11377244	SUB)	1	
11399248	HYD QUE PH.1 - YARD GRADING	1	
11399261	HYD QUE PH.1 - STRUCTURE: LATTACE	4	
11399263	HYD QUE PH.1 - STRUCTURE: TUBULAR	6	
11399307	HYD QUE PH.1 - H208 (230KV TIE LINE)	1.59 miles	H208 - Conductor only.
11377307	(1.59 MILES)	1.05 111105	inzoo conductor omy.
11399292	HYD QUE PH.1 - H208 (230KV TIE LINE)	1	H208 - Structure #1 and associated
	#1 70' TL DEPO-D D END		equipment.
11399293	HYD QUE PH.1 - H208 (230KV TIE LINE)	1	H208 - Structure #2 and associated
	#2 95' TL HS5 (H FRAME)		equipment.
11399294	HYD QUE PH.1 - H208 (230KV TIE LINE)	1	H208 - Structure #3 and associated
	#3 75' TL-15HDE H FR/DE		equipment.
11399295	HYD QUE PH.1 - H208 (230KV TIE LINE)	1	H208 - Structure #4 and associated
	#4 80' TL-HS5 (H FRAME)		equipment.
11399296	HYD QUE PH.1- H208 (230KV TIE LINE) #5	1	H208 - Structure #5 and associated
	85' TL-20HDE-D H FR/DE		equipment.
11399306	HYD QUE PH.1 - G207 (230KV TIE LINE)	1.14 miles	G207 - Conductor only.
	(1.14 MILES)		
11399285	HYD QUE PH.1 -G207 230KV TIE LINE #1	1	G207 - Structure #1 and associated
	70' TL82DEPO-D DEAD END		equipment.
11399287	HYD QUE PH.1 - G207 (230KV TIE LINE)	1	G207 - Structure #2 and associated
	#2 85' TL-HS5 (H FRAME)		equipment.
11399290	HYD QUE PH.1-G207 230KV TIE LINE #3	1	G207 - Structure #3 and associated
	100' TL 20HDE-D H FR/DE		equipment.
11399310	HYD QUE PH.1 - AAAC CONDUCTOR -	0.99 miles	3386 - Conductor only.
	LINE 3386 (.99 MILES)		
11399312	HYD QUE PH.1 - AA CONDUCTOR - LINE	0.32 miles	3386 - Conductor only.
11200201	3386 (.32 MILES)	7	2206 P.1
11399301	HYD QUE PH.1 - POLES: 20.01 TO 30.00	7	3386 - Poles and associated
11200202	FT. LINE 3386		equipment
11399303	HYD QUE PH.1 - POLES: 30.01 TO 40.00 FT. LINE 3386	6	3386 - Poles and associated
11399305		2	equipment 3386 - Poles and associated
11399303	HYD QUE PH.1 - POLES: 40.01 TO 50.00	2	
11399311	FT. LINE 3386	0.24 miles	equipment
11399311	HYD QUE PH.1 - AA CONDUCTOR - LINE	0.34 miles	3315 - Conductor only.
11399309	3315 (.34 MILES) HYD QUE PH.1 - AAAC CONDUCTOR -	1.04 miles	3315 - Conductor only.
11377307	LINE 3315 (1.04 MILES)	1.04 IIIIES	5515 - Conductor only.
11399304	HYD QUE PH.1 - POLES: 40.01 TO 50.00	3	3315 - Poles and associated
11377304	FT. LINE 3315	3	equipment
11399302	HYD QUE PH.1 - POLES: 30.01 TO 40.00	7	3315 - Poles and associated
11377302	FT. LINE 3315	'	equipment
11399313	HYD QUE PH.1 - AIRBREAK SWITCH -	1	34.5kV fused disconnects outside
113//313	IIID QUEITIII MINDICIAN SWITCH	1 -	5 1.5 A v Tubeu disconnects outsluc

	LINE 3315		Monroe
11399314	HYD QUE PH.1 - AIRBREAK SWITCH -	2	34.5kV fused disconnects outside
	LINE 3386		Monroe

The following NEET assets and spares are currently installed or retained at locations other than Comerford as described. These assets will be transferred to NEP and will remain in-situ.

0705, 0771, 0772, 0024 HYDRO QUEBEC PHASE 1 - AC REINFORCEMENTS				
Asset ID	Description	Quantity	Comments	
11399240	Londonderry 0705 - HYD QUE PH.1 - 795	0.1 miles	Spare ground wire conductor.	
	ACSR ALUM CONDUCTOR			
11399351	Monroe 0772 - HYD QUE PH.1 – CABLE	0.07 miles		
11399846	Monroe 0772 - HYD QUE PH.1 -	4		
	DISCONNECT SWITCHES - 115KV,600A			
11399325	Tewksbury - HYD QUE PH.1 -	1		
	AUDITONE/FIBER OPTIC SYSTEM			
11399341	Tewksbury - HYD QUE PH.1 – CABLE	0.29 miles		
11399343	Tewksbury - HYD QUE PH.1 – CABLE	0.38 miles		
11399339	Tewksbury - HYD QUE PH.1 – CABLE	6.35 miles		
11399345	Tewksbury - HYD QUE PH.1 -	0.03 miles		
	CONDUCTOR			
11399335	Tewksbury - HYD QUE PH.1 –	2.43 miles		
	CONDUCTOR			
11399353	Tewksbury - HYD QUE PH.1 - CONDUIT 3"	0.21 miles		
	AND OVER			
11399352	Tewksbury - HYD QUE PH.1 - CONDUIT 3"	0.71 miles		
	AND UNDER			
11399354	Tewksbury - HYD QUE PH.1 - DB TYPE	1		
	TOWER WITH FOUNDATION			
11399350	Tewksbury - HYD QUE PH.1 - NEOPRENE	1.2 miles		
	CONTROL			
11399338	Tewksbury - HYD QUE PH.1 - WEB	0.01 miles		
	CHANNEL BUS CONDUCTOR			

The following NEET assets are located at the HVDC Converter. These assets will be transferred to NEP to provide VAR support to the AC transmission system and will remain in-situ.

	MONROE 0772 HYDRO QUEBEC PHASE 1 - HVDC CONVERTER				
Asset ID	Description	Quantity			
11092615	EXCAVATION,GRAVEL,PLACEMENT,GR ADING ETC.	1	Includes substation yard infrastructure such as gravel, roads, etc.		
11092612	WATER SUPPLY SYSTEM	2	There were originally 3 wells on the site. One has been decommissioned and the remaining two have been connected into the new control / relay house.		
11092600	CHAIN LINK FENCE W/2 GATES	1	Substation fences and gates including wiring and conduit for remote opening / closing and		

			security systems.
11092602	HYDRO QUEBEC PH.1 -G.E. CONTR. #54-	18%	
	FOUND.STEEL PED.&TOWER		
11092598	SEWER SYSTEM	50%	Leach field removed 50% transfers
			to NEP.
11092727	HYD QUE PH.1 - G.E. CONTR.#54&8 -	0.6 miles	
	BUS&CABLE		
11092654	HYD QUE PH.1 - G.E.#8 - CIRCUIT	4	All of the circuit switchers were
	SWITCHES (1V-C11, 1V-C12, 2V-C21 & 2V-		replaced by new Co. 10 owned
	C22)		GCBs and disconnect switches.
11092667	SHUNT CAP BANKS 31.5MVAR (C11, C12,	4	
	C21, C22)		
11092724	230/13.8kV SUBSTATION TRANSFORMES	2	Transformer T10 is a new
			transformer and a NEP asset.
	Transformers No.20 and No. 30		Transformer T20 includes
			foundations, control cabinets,
			wiring, conduits, busbar and
			associated support structures.
			Transformer T30 retained as a
11092704	12 OLV METAL CLAD CWCD Due 10 Due	10	spare.
11092704	13.8kV METAL CLAD SWGR - Bus 10, Bus 20 and Bus 30	12	Metal-clad switchgear for the reactors associated with T10 and
	R11 & R12 spare		T20 - includes foundations,
	R13 & R14 in-service		accommodation, wiring and
	R21 & R23 in-service		conduits, etc. Metal-clad
	R21 & R23 III-service R22 & R24 spare		switchgear for T30 retained as
	R31, R32, R33 and R34 spare		spares.
11092676	13.8kV 20MVAR Shunt Reactors - Bus 10,	12	Reactors associated with T10 and
11072070	Bus 20 and Bus 30	12	T20 – includes foundations,
	R21 & R23 in-service		structures, 13.8kV underground
	R22 & R24 spares		cable, wiring and conduits, etc.
	R13 & R14 in-service		Reactors associated with T30
	R11 & R12 spare		retained as spares.
	R31, R32, R33 & R34 spare		
	Yard Lighting, Arrestors, Bus, Conduit,		Items not separately identified in
	Wiring, Lightning Masts, wood poles for		accounting records but will transfer
	telephony.		to NEP

The following spares were associated with the Phase I HVDC Converter station.

Asset ID	Description	Quantity	Comments
5151014	CAPACITOR, FIXED, 20.16KV, REC	30	
5151477	DIODE	2	
5152365	FLASHER, POSITION 4-9D	2	
5153111	HEATER, RAD, 1-1/2IN WD X 5-1/	1	
5155750	MOUNT, MOTOR	9	
5156775	POLE, DOUBLE INTERRUPTING CHAM	1	
5157057	REACTOR, CURRENT LIMITING (HAR	1	
5157058	REACTOR, CURRENT LIMITING (HAR	1	
5158202	XFMR, INSTRUMENT CURRENT 230	1	
5158207	XFMR, INSTRUMENT CURRENT 230	1	
5158208	XFMR, INSTRUMENT CURRENT 230	1	

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Ground Electrode Feeder Right of Way Transfers from NEET to NEP

Location	Utility Account Description	Short Description	Long Description	Designation	Installed Quantity	Historic Cost	Unique Asset ID
LISBON 0770 HYDRO QUEBEC PHASE 1 - GROUND ELECT	35010 LAND-SUBSTATIONS - TRANSMISSION	HQ Easement		HYDRO QUEBEC PH.1 - EASEMENTS - LISBON (W/OS 2068/2069)	1	\$9,021	11399359
LISBON 0770 HYDRO QUEBEC PHASE 1 - GROUND ELECT	35010 LAND-SUBSTATIONS - TRANSMISSION	HQ Land in Fee		HYDRO QUEBEC PH.1 - LAND IN FEE - LISBON (W/OS 2068/2069)	1	\$284,120	11399355
LITTLETON 0771 HYDRO QUEBEC PHASE 1 - GROUND ELECT	35010 LAND-SUBSTATIONS - TRANSMISSION	HQ Easement		HYDRO QUEBEC PH.1 - EASEMENTS - LITTLETON (W/OS 2068/2069)	1	\$34,972	11399357
LITTLETON 0771 HYDRO QUEBEC PHASE 1 - GROUND ELECT	35010 LAND-SUBSTATIONS - TRANSMISSION	HQ Land in Fee		HYDRO QUEBEC PH.1 - LAND IN FEE - LITTLETON (W/OS 2068/2069)	1	\$85,432	11399356
LYMAN 0774 HYDRO QUEBEC PHASE 1 - GROUND ELECT	35010 LAND-SUBSTATIONS - TRANSMISSION	HQ Easement		HYDRO QUEBEC PH.1 - EASEMENTS - LYMAN (W/OS 2068/2069)	1	\$26,504	11399358

142 FERC ¶ 62,032 UNITED STATES OF AMERICA FEDERAL ENERGY REGULATORY COMMISSION

New England Power Company New England Electric Transmission Corporation Docket No. EC13-50-000

ORDER AUTHORIZING DISPOSITION AND ACQUISITION OF JURISDICTIONAL FACILITIES

(Issued January 15, 2013)

On December 13, 2012, New England Power Company (NE Power) and New England Electric Transmission Corporation (NE Transmission) (collectively, Applicants) filed an application pursuant to section 203(a)(1)(A) of the Federal Power Act (FPA)¹ requesting Commission authorization for the disposition of jurisdictional transmission facilities from NE Transmission to NE Power (Transaction). The jurisdictional facilities that will be affected by the Transaction consist of certain shunt reactors and switched capacitors.

Applicants state that NE Power is a Commission-regulated Massachusetts public utility company that operates approximately 2,400 miles of transmission facilities in Massachusetts, Rhode Island, New Hampshire, and Vermont. Applicants add that NE Power's primary business is the transmission of electricity at wholesale to electric utilities and municipalities in New England. NE Power operates transmission facilities that it owns directly as well as certain transmission facilities owned by its distribution affiliates in New England, Massachusetts Electric Company and The Narragansett Electric Company, through integrated facilities agreements under NE Power's Tariff No. 1. Applicants state that all of NE Power's transmission facilities, including those owned by its New England distribution affiliates, are subject to the operating authority of the ISO New England, Inc. (ISO-NE). NE Power is a Participating Transmission Owner (PTO) subject to the terms of the Transmission Operating Agreement by and among the New England PTOs and ISO-NE. Applicants state that transmission service and generator interconnections associated with NE Power's facilities are provided to customers pursuant to ISO-NE's open access transmission tariff, and that the Commission has granted NE Power market-based rate authority.

Applicants state that NE Transmission was formed to build, own and operate an alternating current/direct current converter terminal (Monroe HVDC Phase I Converter terminal and the associated Monroe AC Terminal, located in Monroe, New Hampshire)

¹ 16 U.S.C. § 824b (2006).

and six miles of high-voltage direct current transmission line in New Hampshire for the first phase of the Hydro-Quebec and New England high-voltage direct current interconnector (Phase I HVDC Interconnector). Applicants state that these facilities have allowed for bidirectional transfer of up to 690 megawatts between Canada and New England. Applicants add that the Monroe HVDC Phase I Converter terminal is now retired from commercial service. However, certain facilities at the facility remain operational; namely, facilities used to provide VAR support for the transmission system in the vicinity, which consist of four 20 MVAr switched shunt reactors and four 31.5 MVAr switched capacitors. Applicants state that in as much as NE Power is the National Grid USA (National Grid) entity which owns and operates the AC transmission system in that area, subject to the operational control of ISO-NE, National Grid has determined that NE Power is the appropriate entity to own, operate, and maintain the VAR support facilities.

Applicants state that the outstanding common shares of NE Power and NE Transmission are wholly-owned by National Grid. National Grid is an indirect, wholly-owned subsidiary of National Grid plc, a company incorporated in England and Wales. Applicants state that National Grid is a public utility holding company; it is not a public utility because it does not directly own or operate FPA-jurisdictional facilities, nor does it engage in the sale, transmission, or distribution of electric power. Direct and indirect subsidiaries of National Grid are engaged in: (i) electric distribution to residential, commercial, and industrial customers in Massachusetts, New York, and Rhode Island; (ii) electric transmission under Commission jurisdiction in New England and New York; and (iii) the distribution of natural gas to residential, commercial, and industrial customers in Massachusetts, New York, and Rhode Island.

Applicants state that the Transaction implements the transfer of ownership of the VAR support equipment associated with the Monroe HVDE Phase I Converter facility located at the Monroe AC Terminal from NE Transmission to NE Power. Applicants add that inasmuch as the VAR support equipment has been fully depreciated, the transfer price is one dollar, and the transfer is to be effectuated pursuant to a Bill of Sale.

Applicants state that the Transaction is consistent with the public interest and will not have an adverse effect on competition, rates or regulation. With respect to horizontal competition, Applicants state that the Transaction involves no disposition of any generating assets and, consequently, does not result in any change in market concentration in the ISO-NE, where the facilities are located, and therefore the relevant market for the Transaction.

Applicants state that transmission service over facilities owned by NE Power is provided pursuant to the ISO-NE open access transmission tariff. Therefore, Applicants state that the Transaction raises no vertical market power issues.

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Applicants state that the VAR support facilities which are the subject of the Transaction have been fully depreciated. Consequently, upon consummation of the transfer of these assets from NE Transmission to NE Power, these assets will be reflected in the books and records of NE Power at a nominal value of one dollar. Applicants state that in this regard, the Transaction will have no adverse effect on rates. Applicants add that to the extent that there are O&M costs carried by the transmission customers of NE Power as a result of the transfer of these VAR support facilities to NE Power, these O&M costs are appropriately allocated inasmuch as this VAR support equipment is used to support the reliable operation of NE Power's transmission system. Applicants state that this further demonstrates that the Transaction will have no adverse impact on rates.

Applicants state that the Transaction will have no adverse effect on regulation. Each Applicant will remain a public utility subject to the Commission's jurisdiction and thus the jurisdictional facilities which are the subject of this Transaction will also remain subject to the Commission's jurisdiction. Applicants add that the Transaction requires approval of the New Hampshire Public Utility Commission.

Applicants state that, based on facts and circumstances known to it or that are reasonably foreseeable, the Transaction will not result in, at the time of the transaction or in the future, cross-subsidization of a non-utility associate company or pledge or encumbrance of utility assets for the benefit of an associate company. First, Applicants state that there is no non-utility associate company involved in the Transaction. Applicants state that each of the parties to the transaction are public utilities under the FPA. Second, Applicants state that while the Transaction involves the transfer of facilities between a traditional public utility associate company that has captive customers or that owns or provides transmission service over jurisdictional transmission facilities, for the benefit of an associate company, the associate company in this instance, NE Power, is also a public utility subject to the Commission's jurisdiction which also owns or provides transmission service over jurisdictional transmission facilities. Applicants stat that the Transaction transfers all of the obligations and benefits associated with the VAR support equipment from NE Transmission and its customers, which no longer benefit from that equipment due to the retirement of the AC/DC converter facility, to NE Power and its customers which will continue to benefit from the VAR support provided to the AC transmission system operated by NE Power. Applicants add that the transfer of the jurisdictional assets (the VAR support equipment) will be reflected in NE Power's accounts at a nominal one-dollar value given that the equipment is already fully depreciated. Accordingly, Applicants state that the Transaction does not result in any cross-subsidization between these associate companies. Third, Applicants state that the Transaction does not require or contemplate now, or, in the future, any new issuance of securities or any pledge or encumbrance of any utility assets. Fourth, Applicants state that the Transaction does not require or contemplate now, or, in the future, any new affiliate contract other than the Bill of Sale. Finally, Applicants state that the Transaction is not a merger with, or an acquisition of, a public utility.

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The filing was noticed on December 14, 2012, with comments, protests, or interventions due on or before January 3, 2013. None were filed. Notices of intervention and unopposed timely filed motions to intervene are granted pursuant to the operation of Rule 214 of the Commission's Rules of Practice and Procedure (18 C.F.R. § 385.214) (2012). Any opposed or untimely filed motion to intervene is governed by the provisions of Rule 214.

Information and/or systems connected to the bulk power system involved in this transaction may be subject to reliability and cybersecurity standards approved by the Commission pursuant to FPA section 215. Compliance with these standards is mandatory and enforceable regardless of the physical location of the affiliates or investors, information databases, and operating systems. If affiliates, personnel or investors are not authorized for access to such information and/or systems connected to the bulk power system, a public utility is obligated to take the appropriate measures to deny access to this information and/or the equipment/software connected to the bulk power system. The mechanisms that deny access to information, procedures, software, equipment, etc., must comply with all applicable reliability and cybersecurity standards. The Commission, NERC or the relevant regional entity may audit compliance with reliability and cybersecurity standards.

Order No. 652 requires that sellers with market-based rate authority timely report to the Commission any change in status that would reflect a departure from the characteristics the Commission relied upon in granting market-based rate authority.² The foregoing authorization may result in a change in status. Accordingly, Applicants are advised that they must comply with the requirements of Order No. 652. In addition, Applicants shall make appropriate filings under section 205 of the FPA, to implement the Transaction.

After consideration, it is concluded that the Transaction is consistent with the public interest and is hereby authorized, subject to the following conditions:

- (1) The Transaction is authorized upon the terms and conditions and for the purposes set forth in the application;
- (2) The foregoing authorization is without prejudice to the authority of the Commission or any other regulatory body with respect to rates, service, accounts, valuation, estimates or determinations of cost, or any other matter whatsoever now pending or which may come before the Commission;

² Reporting Requirement for Changes in Status for Public Utilities with Market-Based Rate Authority, Order No. 652, 70 Fed. Reg. 8,253 (Feb. 18, 2005), FERC Stats. & Regs. ¶ 31,175, order on reh'g, 111 FERC ¶ 61,413 (2005).

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- (3) Nothing in this order shall be construed to imply acquiescence in any estimate or determination of cost or any valuation of property claimed or asserted;
- (4) The Commission retains authority under Sections 203(b) and 309 of the FPA to issue further orders as appropriate;
- (5) If the Transaction results in changes in the status or the upstream ownership of Applicants' affiliated qualifying facilities, an appropriate filing for recertification pursuant to 18 C.F.R. 292.207 (2012) shall be made;
- (6) Applicants shall make the appropriate filings under section 205 of the FPA, as necessary, to implement the transactions;
- (7) Applicants must inform the Commission of any change in circumstances that would reflect a departure from the facts the Commission relied upon in authorizing the Transaction; and
- (8) Applicants shall notify the Commission within 10 days of the date that the disposition and acquisition of the jurisdictional facilities has been consummated.

This action is taken pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307 (2012). This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order pursuant to 18 C.F.R. § 385.713 (2012).

Steve P. Rodgers
Director
Division of Electric Power Regulation – West