

THE STATE OF NEW HAMPSHIRE



CHAIRMAN
Martin P. Honigberg

COMMISSIONERS
Kathryn M. Bailey
Michael S. Giaimo

EXECUTIVE DIRECTOR
Debra A. Howland

TDD Access: Relay NH
1-800-735-2964

Tel. (603) 271-2431

FAX (603) 271-3878

Website:
www.puc.nh.gov

PUBLIC UTILITIES COMMISSION

21 S. Fruit Street, Suite 10
Concord, N.H. 03301-2429

June 21, 2018

Natixis New York Branch
1251 Avenue of the Americas
New York, NY 10020-1104

ATTN: STANDBY LETTER OF CREDIT DEPARTMENT

Re: Standby Letter of Credit No. SB-44433

Ladies/Gentleman:

NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION, the Beneficiary of the above referenced Letter of Credit, hereby requests cancellation of the Letter of Credit.

Enclosed, please find the Letter of Credit.

Sincerely,

Debra A. Howland
Executive Director

Enclosure



NATIXIS

BEYOND BANKING

IRREVOCABLE STANDBY LETTER OF CREDIT

Letter of Credit Department

ISSUE DATE: JUNE 11, 2018

ISSUING BANK

NATIXIS

1251 AVENUE OF THE AMERICAS

NEW YORK, NY 10020

APPLICANT

NRG ENERGY, INC. ON BEHALF OF

XOOM ENERGY NEW HAMPSHIRE, LLC

804 CARNEGIE CENTER

PRINCETON, NJ 08540

ATTN: MANAGER, COLLATERAL

BENEFICIARY

NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION

21 SOUTH FRUIT STREET, SUITE 10

CONCORD, NEW HAMPSHIRE 03301-2429

STATED AMOUNT: \$100,000

EXPIRY DATE: JUNE 10,2019

LADIES AND GENTLEMEN:

WE HEREBY ISSUE THIS, IRREVOCABLE STANDBY LETTER OF CREDIT NUMBER SB-44433 IN FAVOR OF BENEFICIARY FOR THE ACCOUNT OF NRG ENERGY, INC. ("APPLICANT") ON BEHALF OF XOOM ENERGY NEW HAMPSHIRE, LLC ("COMPANY") IN THE AGGREGATE AMOUNT OF USD 100,000.00 (THE "STATED AMOUNT").

THE NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION MAY DRAW UPON THIS LETTER OF CREDIT IF AND WHEN THE COMPANY HAS FAILED TO MAKE REQUIRED PAYMENT(S) AND/OR PAYMENT ARRANGEMENTS IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF AN ORDER ISSUED BY THE NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION ON _____, 20__.

FUNDS UNDER THIS LETTER OF CREDIT ARE AVAILABLE BY PAYMENT AT SIGHT AT OUR COUNTERS UPON PRESENTATION OF THE FOLLOWING:

1. A DRAFT DRAWN AT SIGHT ON NATIXIS AND DULY ENDORSED ON ITS REVERSE SIDE THEREOF BY THE BENEFICIARY, SPECIFICALLY REFERENCING THIS LETTER OF CREDIT NUMBER.
2. THE ORIGINAL LETTER OF CREDIT PLUS ANY AND ALL AMENDMENTS ATTACHED THERETO.

IT IS A CONDITION OF THIS LETTER OF CREDIT THAT IT SHALL BE DEEMED AUTOMATICALLY EXTENDED WITHOUT WRITTEN AMENDMENT FOR ONE YEAR PERIODS FROM THE PRESENT OR ANY FUTURE EXPIRY DATE UNLESS AT LEAST THIRTY (30) DAYS PRIOR TO SUCH EXPIRY DATE, WE SEND THE BENEFICIARY NOTICE AT THE ABOVE STATED ADDRESS BY OVERNIGHT COURIER THAT WE ELECT NOT TO EXTEND THIS LETTER OF CREDIT BEYOND THE INITIAL OR ANY EXTENDED



Letter of Credit Department

EXPIRY DATE THEREOF. ANY REFERENCE TO A FINAL EXPIRY DATE DOES NOT IMPLY THAT NATIXIS IS OBLIGATED TO EXTEND THIS CREDIT BEYOND THE INITIAL EXPIRY DATE OR ANY EXTENDED DATE THEREOF.

WE HEREBY AGREE WITH YOU THAT DRAFT(S) DRAWN UNDER AND IN COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS CREDIT SHALL BE DULY HONORED IF PRESENTED AT OUR OFFICE LOCATED AT 1251 AVENUE OF THE AMERICAS, NEW YORK, NY 10020 ON OR BEFORE THE EXPIRY DATE, OR ANY EXTENDED DATE THEREOF IF APPLICABLE.

PARTIAL AND/OR MULTIPLE DRAWINGS ARE PERMITTED. SUCH PARTIAL DRAWINGS SHALL REDUCE THE AMOUNT THEREAFTER AVAILABLE FOR DRAWING UNDER THIS LETTER OF CREDIT.

THIS LETTER OF CREDIT SHALL NOT BE AMENDED EXCEPT WITH THE WRITTEN CONCURRENCE OF BENEFICIARY, APPLICANT, AND ISSUING BANK.

EXCEPT AS OTHERWISE EXPRESSLY STATED HEREIN, THIS LETTER OF CREDIT IS SUBJECT TO THE INTERNATIONAL STANDBY PRACTICES 1998, INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NO. 590 ("ISP98"). AS TO MATTERS NOT GOVERNED BY THE ISP98, THIS LETTER OF CREDIT IS GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

SINCERELY,
NATIXIS
NEW YORK BRANCH



AUTHORIZED SIGNATURE



AUTHORIZED SIGNATURE