Instructions for Submitting Requests for Consent to Assignment and/or Notices of Change of Control to Eversource under the LREC/ZREC Program

The Connecticut Light and Power Company dba Eversource Energy ("Eversource") has established the following process to be followed by a Seller under a LREC/ZREC Standard Agreement1, who seeks to assign their rights under the LREC/ZREC Standard Agreement to a third party, or who provides notice of a “Change of Control” (as defined in the LREC/ZREC Standard Agreement). Neither this process nor any of the documents referenced below amend or modify any provision of the LREC/ZREC Standard Agreement, the terms and conditions of which remain in full force and effect. Eversource reserves the right to update the following requirements from time to time.

1.0 Submission of Requests and Documentation

All requests for assignment and/or Change of Control and all of the documents and information referenced in this document shall be submitted to Eversource in accordance with Article 14. Notices and Contact Information of the LREC/ZREC Standard Agreement.

Exhibit List:
- Assignment Cover Sheet – Please submit this completed form with any request for assignment
- Exhibit A – Consent to Assignment Form
- Exhibit B – Notice of Collateral Assignment
- Exhibit C – Notice of Change of Control
- Exhibit D – Attachments A through G
  - Attachment A – Assignment and Assumption Agreement
  - Attachment B – Copy of LREC/ZREC Standard Agreement in effect at time of Request for Assignment, along with any applicable Revisions and/or Amendments
  - Attachment C – Update in Accordance with Article 14. Notices and Contact Information – For Assignments and Changes of Control Pursuant to Section 11.1 or 11.3
  - Attachment D – Performance Assurance Declaration and Certification
  - Attachment E – Update in Accordance with Article 14. Notices and Contact Information for Assignments as Security Pursuant to Section 11.2
  - Attachment F – Assignment for Financing Assurances Pursuant to Section 11.2
  - Attachment G – NEPOOL GIS Certification (Only required if the project is in-service)

---

1 LREC/ZREC Standard Agreement as it is referred to in this document shall mean either the (a) Standard Contract for the Purchase and Sale of Connecticut Class I Renewable Energy Credits from Low and Zero Emission Projects, or (b) Small Class I Zero Emission Project Tariff.
2.0 Requests for Assignment and/or Notices of Change of Control Pursuant to Section 11.1, Section 11.2, or Section 11.3 of the LREC/ZREC Standard Agreement.

2.1 Request for Assignment pursuant to Section 11.1

The Seller is required to submit the completed Consent to Assignment Form (Exhibit A) to Eversource, which must include completed forms of the following attachments (Form of attachments may be found in Exhibit D):

- Assignment Cover Sheet
- Attachment A – Assignment and Assumption Agreement
- Attachment B – Copy of LREC/ZREC Standard Agreement in effect at time of Request for Assignment, along with any applicable Revisions and/or Amendments
- Attachment C – Update of Article 14. Notices and Contact Information for Assignments and/or Change of Control
- Attachment D – Performance Assurance Declaration and Certification
- Attachment G – NEPOOL GIS Certification (Only required if the project is in-service)

2.1.1 Assignment Requests for LREC/ZREC Standard Agreements for Projects that are in-service and have a REC Delivery Acceptance Date

- For projects that have reached or passed their selected Delivery Term Start Date, Eversource will restrict the effective date of assignments pursuant to Section 11.1 of LREC/ZREC Standard Agreements to the first day of the next calendar quarter subsequent to the acceptance of the assignment. The acceptance date will be designated in the notification of acceptance of such assignment.

2.2 Notice of Assignment pursuant to Section 11.2

The Seller is required to submit the completed Notice of Collateral Assignment (Exhibit B) pursuant to Section 11.2 to Eversource, which must include completed forms of the following attachments (Form of attachments may be found in Exhibit D):

- Assignment Cover Sheet
- Attachment B – Copy of LREC/ZREC Standard Agreement in effect at time of Request for Assignment, along with any applicable Revisions and/or Amendments
- Attachment D – Performance Assurance Declaration and Certification
- Attachment E – Update of Article 14. Notices and Contact Information for Assignments to Lenders pursuant to Section 11.2

2.3 Notice of Change of Control pursuant to Section 11.3

The Seller is required to submit the completed Notice of Change of Control (Exhibit C) to Eversource which must include completed forms of the following attachments (Form of attachments may be found in Exhibit D):

- Assignment Cover Sheet
- Attachment B – Copy of LREC/ZREC Standard Agreement in effect at time of Request for Assignment, along with any applicable Revisions and/or Amendments
• Attachment C – Update of Article 14. Notices and Contact Information for Assignments and/or Change of Control
• Attachment D - Performance Assurance Declaration and Certification (Only required if Assignee is posting new Performance Assurance)

3.0 **Financial and Qualification Information**

A proposed assignment of the LREC/ZREC Standard Agreement pursuant to Section 11.1 (General Assignment) or a Change in Control pursuant to Section 11.3 may be subject to Eversource’s reasonable determination that the proposed assignment or Change of Control will not have a material adverse effect on the Seller’s creditworthiness, or the Seller’s ability to perform its obligations under the LREC/ZREC Standard Agreement. In order to facilitate this determination, in each case the requesting party may be requested to provide financial information. In addition, the requesting party may be requested to provide information indicating the ability of the proposed assignee or controlling party to satisfy the Seller’s obligations under the LREC/ZREC Standard Agreement, such as qualifications and experience (direct or indirect) in constructing, owning and operating other renewable energy facilities.

4.0 **Contract Performance Assurance Declaration and Certification (Attachment D)**

The LREC/ZREC Standard Agreement requirement for Performance Assurance must continue to be satisfied, regardless of any assignment or Change of Control. The failure to maintain the required Performance Assurance constitutes an Event of Default by the Seller, which may result in termination of the LREC/ZREC Standard Agreement. If Performance Assurance is required at the time of the request for assignment or Change of Control, the “Contract Performance Assurance Declaration and Certification” must be submitted, designating the existing and updated forms of Performance Assurance. Please refer to the Forms and Methods for Providing Performance Assurance document, as provided on the [www.eversource.com](http://www.eversource.com) website for additional information pertaining to providing Performance Assurance.

5.0 **Evaluation / Notification/ Consent to Assignment Letter**

Within thirty (30) days of the receipt of all of the documentation and information, as noted above, Eversource will evaluate the assignment request or notice of Change of Control, and will notify the Seller by email of Eversource’s acceptance or rejection.

6.0 **Requests for Financing Assurances**

If Seller requests that Eversource provide certain financing assurances regarding the Agreement, requests must include completed forms of the following attachments (Form of attachments may be found in Exhibit D):

- Assignment Cover Sheet
- Attachment F – Assurances Agreement