



November 27, 2019

Via FedEx Overnight

Commission Secretary
Public Utilities Commission of Ohio
180 East Broad Street
Columbus, OH 43215

14-1343-EL-CRS
15-116-6A-CRS

RE: Agera Energy, LLC - License Update (License No.: 14-881(E) & 15-415(G))

Dear Commission Secretary:

Enclosed please find a courtesy copy of the Notice of Closing of Sale of Substantially all of the Agera Opco Entities' Assets to Exelon Generation Company, LLC as filed with the U.S. Bankruptcy court November 22, 2019 on behalf of Agera Energy, LLC.

Please feel free to contact our regulatory department should you have any questions at 914-236-1406 or sperrott@ageraenergy.com

Sincerely,

Stephen Perrott
Paralegal

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PUCO
14-1343-EL-CRS

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Technician A Date Processed 12/3/19

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PUCO

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

AGERA ENERGY LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 19-23802 (RDD)

(Jointly Administered)

**NOTICE OF CLOSING OF SALE OF SUBSTANTIALLY ALL OF THE
AGERA OPCO ENTITIES' ASSETS TO EXELON GENERATION COMPANY, LLC**

PLEASE TAKE NOTICE that on October 4, 2019 (the "Petition Date"), the above-captioned debtors and debtors in possession (collectively, the "Debtors") each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that on the Petition Date, the Debtors filed a motion [Docket No. 16] (the "Bidding Procedures Motion") with the Court seeking entry of an order approving, among other things, (a) procedures for the solicitation of bids in connection with the proposed sale (the "Sale Transaction") of all or substantially all of the Debtors' assets, subject to an auction process (the "Auction"), (b) an asset purchase agreement (the "Stalking Horse APA") between Exelon Generation Company, LLC (the "Stalking Horse Bidder") and Agera Energy LLC, Aequis Energy, Inc., and energy.me midwest llc (collectively, the "Agera Opco Entities" or the "Sellers"), (c) the form and manner of notice related to the Sale Transaction, and (d) procedures for the assumption and assignment of executory contracts and unexpired leases in connection with the Sale Transaction (the "Assumption and Assignment Procedures").

¹ The Debtors, together with the last four digits of each Debtor's federal tax identification number, are: Agera Energy LLC (8122); Agera Holdings, LLC (3335); energy.me midwest llc (9484); Aequis Energy, Inc. (7988); Utility Recovery LLC (4351); and Agera Solutions LLC (8749). The location of the Debtors' corporate headquarters and the service address for all Debtors is 555 Pleasantville Road, S-107, Briarcliff Manor, NY 10510.

PLEASE TAKE FURTHER NOTICE that on October 22, 2019, the Court entered an order [Docket No. 116] (the “Bidding Procedures Order”)² approving, among other things, (a) the Bidding Procedures, which established the key dates and times related to the Sale Transaction, the Auction, and the Assumption and Assignment Procedures, and (b) the Stalking Horse APA.

PLEASE TAKE FURTHER NOTICE that on November 2, 2019, the Debtors filed the *Amended Notice of Cancellation of Auction* [Docket No. 173] cancelling the Auction for the Purchased Assets.

PLEASE TAKE FURTHER NOTICE that on November 7, 2019, the Court entered the *Order (I) Authorizing and Approving the Sale of Substantially All of the Agera Opco Entities’ Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (III) Granting Related Relief* [Docket No. 197] (the “Sale Order”), which, among other things and subject to the terms and conditions set forth therein, (a) approved the sale (the “Sale”) of the Purchased Assets of the Sellers to the Stalking Horse Bidder or its designee(s) pursuant to the Stalking Horse APA, free and clear of all liens, claims, liabilities, rights, interests, setoff rights and encumbrances except where the Sellers had agreed to transfer, and the Stalking Horse Bidder had agreed to permit or assume, certain liabilities of the Sellers, and (b) approved the assumption and assignment of the Assigned Contracts to the Stalking Horse Bidder.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms and conditions of the Sale Order and the Stalking Horse APA, the Closing occurred on November 20, 2019.

PLEASE TAKE FURTHER NOTICE that, on or before the Final Assignment Date (as defined in the Stalking Horse APA), the Debtors will file a list of contracts and leases that were assumed by the Debtors and assigned to the Stalking Horse Bidder in connection with the Sale (the “Final Assumed Contracts Schedule”).

Obtaining Additional Information

Copies of all documents referenced herein and filed with the Court may be obtained free of charge by visiting the website of Stretto at <http://cases.stretto.com/agera>. You may also obtain copies of any pleadings by visiting the Court’s website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Bidding Procedures order or the Sale Order (as defined herein), as applicable.

Dated: November 22, 2019
New York, NY

Respectfully submitted,

MCDERMOTT WILL & EMERY LLP

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