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*ADMITTED TO PRACTICE IN
RHODE ISLAND & MASSACHUSETTS

February 25, 2010

Ms. Luly Massaro, Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

**Re: *Review of Proposed Town of New Shoreham
Project, Pursuant to R.I.G.L. § 39-26.1-7
Docket No. 4111***

Dear Ms. Massaro:

Enclosed please find an original and nine (9) copies of Deepwater Wind Block Island, LLC's Response to the Division of Public Utilities and Carriers Fourth Set of Data Requests, (Redacted Public Copy).

Please be advised that Deepwater Wind is seeking protective treatment of confidential information provided in response to Div. 4-4 (b) and Div. 4-5 as permitted by Commission Rule 1.2(g) and by RIGL §38-2-2(4)(i)(B). Enclosed you will find an original and nine (9) copies of Deepwater Wind's Motion for Protective Treatment along with one (1) copy of a confidential response to the Division's Fourth Set of Data Requests. A confidential copy of this response has also been provided to the Division pending a determination of Deepwater Wind's Motion.

Thank you for your attention to this matter. If you have any questions, please do not hesitate to contact me.

Sincerely,

Joseph A. Keough, Jr.

JAK:prc
Enclosures

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION**

IN RE: REVIEW OF PROPOSED :
TOWN OF NEW SHOREHAM :
PROJECT PURSUANT TO : **DOCKET NO. 4111**
R.I. GEN. LAWS § 39-26.1-7 :

**DEEPWATER WIND BLOCK ISLAND, LLC'S MOTION FOR PROTECTIVE
TREATMENT OF CONFIDENTIAL INFORMATION**

I. INTRODUCTION

Now comes Deepwater Wind Block Island, LLC (“Deepwater Wind”) and hereby requests that the Rhode Island Public Utilities Commission (“Commission”) provide confidential treatment to, and grant protection from public disclosure of, certain confidential business, trade and financial information that is proprietary and competitively sensitive. Deepwater Wind makes this request pursuant to Commission Rule 1.2(g) and RIGL §38-2-2 (4)(i)(B). Deepwater Wind also requests that the Commission preliminarily grant its request for confidential and protective treatment pursuant to Rule 1.2(g)(2).

II. FACTS

On February 25, 2010, Deepwater Wind is filing a response to the Fourth Set of Data Requests from the Division of Public Utilities and Carriers (“Division”). Div. 4-4 (b) asks that Deepwater Wind provide information used in a cash flow model that was provided to the Division on a confidential basis, and pursuant to a Motion for Protective Order filed with the Commission on January 12, 2010. Specifically, Div. 4-4(b) requests that Deepwater Wind reveal “What portion of the assumed capital expenditure was

treated as qualifying for the tax credit of the program.” Div. 4-5 asks that Deepwater Wind provide its “Resource Assessment for the site including calculation of the P50, P90, and P99 energy output levels and capacity factors for the proposed wind farm”, including all assumptions and work papers.

In response to these requests, Deepwater Wind is providing the Division with confidential, business, trade and financial information that is proprietary and competitively sensitive.

III. LEGAL STANDARD

Commission Rule 1.2(g) provides that access to a public record shall be granted in accordance with the Access to Public Records Act (“APRA”), RIGL §38-2-1, et seq. Under the APRA, all documents and materials submitted in connection with the transaction of official business by an agency are deemed to be a “public record”, unless the information set forth in the documents and materials falls within one of the enumerated exceptions identified in RIGL §38-2-2(4). As such, the Commission has the authority under the APRA to protect such information from public disclosure and deem it to be confidential provided it falls within one of the specific exceptions to the APRA. A review of RIGL §38-2-2(4)(i)(B) indicates that the following records are not deemed to be public:

“Trade secrets and commercial or financial information obtained from a person, firm, or corporation that is of a privileged or confidential nature.”

The Rhode Island Supreme Court interpreted the APRA to define as confidential “any financial or commercial information whose disclosure would likely ... cause substantial harm to the competitive position of the person from whom the information was obtained.” *Providence Journal Company v. Convention Center Authority*, 774 A.2d

40 (R.I. 2001). In making this determination, the Supreme Court set forth a two-prong test. The first prong assesses whether the information was provided voluntarily to a governmental agency. *Id.* at 47. If the answer to this first question is in the affirmative, then the next question becomes whether the information “is of a kind that would customarily not be released to the public by the person from whom it was obtained.” *Id.*

Furthermore, the Supreme Court has held that agencies making determinations as to the disclosure of information under the APRA may apply the balancing test established in *Providence Journal v. Cane*, 577 A.2d 661, (RI 1990). Under this test, the Commission may protect information from public disclosure if the benefit of such protection outweighs the public interest inherent in disclosure.

IV. BASIS FOR CONFIDENTIALITY

Deepwater Wind is providing a confidential response to the Division’s requests on a voluntary basis to assist the Division in discharging its broad statutory duties of review. The information Deepwater Wind is providing would not ordinarily be released to the public. Furthermore, public disclosure of this information would cause substantial harm to Deepwater Wind’s competitive position within the renewable energy industry.

The information being produced is confidential business, trade and financial information that is proprietary and competitively sensitive. The public disclosure of this information will put Deepwater Wind at a competitive disadvantage, and will have an irreversible and detrimental effect on Deepwater Wind’s ability to negotiate and compete in future offshore wind projects. Disclosure would also reveal the internal business decisions of Deepwater Wind that would give competitors an unfair advantage due to their knowledge of Deepwater Wind’s financial strategies, internal cost structure, and

business plans. Furthermore, Deepwater Wind is currently negotiating with equipment, materials and services suppliers for the Block Island Wind Farm Project. If information about Deepwater Wind's cost assumptions were to become public, it could have a severe adverse impact on the ongoing negotiations with these suppliers and undermine Deepwater Wind's ability to develop the project.

V. CONCLUSION

For the reasons set forth herein, Deepwater Wind hereby requests that the Rhode Island Public Utilities Commission grant the relief sought herein and grant protective and confidential treatment to the information produced in response to the Division of Public Utilities and Carriers' Data Requests Div. 4-4 (b) and Div. 4-5.

DEEPWATER WIND BLOCK ISLAND, LLC
By its attorney,

/s/

Joseph A. Keough, Jr., Esquire # 4925
KEOUGH & SWEENEY, LTD.
100 Armistice Boulevard
Pawtucket, RI 02860
(401) 724-3600

CERTIFICATION

I hereby certify that on February 25, 2010, I sent a copy of the within to all parties set forth on the attached Service List by electronic mail and copies to Luly Massaro, Commission Clerk, by electronic mail and regular mail.

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David Schwartz, Deepwater Wind	dschwartz@dwwind.com	
David Nickerson from Mystic River Energy Group, LLC	dave@nickersons.org	
Richard LaCapra, LaCapra Associates	Rlacapra@lacapra.com	212-675-8123
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/s/

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STATE OF RHODE ISLAND PUBLIC UTILITIES COMMISSION
DOCKET No. 4111
Deepwater Wind Block Island, LLC
Response To
The Division Of Public Utilities And Carriers' Data Requests
SET 4
REDACTED PUBLIC COPY

Div. 4-1: Please list all offshore wind projects in which Deepwater Wind, First Wind, or Mr. Nickerson has participated in securing equity investments and describe their role in the capital raise.

Response: Neither First Wind nor Mr. Nickerson has secured equity investments for offshore wind projects. Deepwater Wind has secured equity investments to provide development capital to date for the Block Island Wind Farm, the utility scale wind farm in Rhode Island, as well as other projects being developed by Deepwater Wind.

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Div 4-2: Please describe the experience of Deepwater Wind, First Wind, or Mr. Nickerson in securing project financing for renewable energy projects whose capital costs exceed \$100 million. In providing these descriptions, please identify:

- a. The specific projects,
- b. The financial institutions involved;
- c. The role in the financing;
- d. The amount of debt and equity raised
- e. Whether each project qualified for the U.S. Treasury program introduced by Section 1603 of the American Recovery and Reinvestment Act of 2009; and
- f. Whether each project has already applied for or received funds under that program;
- g. Provide copies of the project pro forma financial statements that show the calculations of the IRRs;
- h. The basis of the decision to finance these projects.

Response: Deepwater Wind is a development company and has not financed a renewable energy project to date. The Block Island Wind Farm is the most fully developed project in Deepwater Wind's portfolio. Thus, Deepwater Wind and – to Deepwater Wind's knowledge – First Wind do not have any information responsive to subsections a through h.

However, the management and investors of Deepwater Wind have significant experience in financing energy, energy infrastructure, and renewable energy projects, as described in greater detail below. Detailed financial information, such as that requested in subsections a through h, is not available for these projects as such projects were developed and financed under prior employment, or under the terms of confidentiality agreements with clients.

- Bill Moore, the Chief Executive Officer of Deepwater Wind, was the co-founder of Atlantic Renewables, the developer and owner of the 325 MW Maple Ridge wind facility in New York, still the largest wind farm in the Eastern United States.
- David Schwartz, General Counsel of Deepwater Wind, has significant energy transactional experience, both domestic and international, including originating start-up capital and working capital financing, complex structured transactions, over-the-counter derivative transactions, joint ventures, mergers and acquisitions and project, structured and corporate finance, secured loan transactions, and large syndicated financings. He has participated in the development, financing and sale of over 7,500 of megawatts of generation and generating sites and has assisted numerous IOUs, cooperatives,

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municipals and industrials in structuring and executing thousands of megawatts of power supply agreements.

- Bryan Martin and David Hang, who represent D. E. Shaw & Co. on the board of managers of Deepwater Wind, have had over 25 years of combined experience in the private equity business and have been responsible for helping numerous companies raise capital, including project finance, traditional bank and mezzanine debt, and many hybrid structures. In addition, team members at D. E. Shaw who support the investment in Deepwater Wind have worked on in excess of \$1b in project financings and corporate transactions for wind and other energy facilities, including the Malhas natural gas pipeline project in Brazil, and over 350 MW of onshore wind facilities in the U.S.
- Paul Gaynor and Michael Alvarez, who represent First Wind Holdings on the board of managers of Deepwater Wind, have worked together to arrange in excess of \$2b of financing and refinancing arrangements for wind projects in recent years, including turbine supply loans, construction loans, permanent term loans, and tax equity financings. Since 2005, First Wind has constructed and placed into operation approximately 474 MW of wind projects across the United States, including the largest wind farms in Maine, Hawaii and Utah. The projects financed by First Wind include:-
 - Kaheawa Wind, 30 MW, Hawaii (2007)
 - Mars Hill, 42 MW, Maine (2007)
 - Steel Winds, 20 MW, New York (2007)
 - Cohocton Wind, 125 MW, New York (2009)
 - Stetson Wind, 57 MW, Maine (2009)
 - Milford I, 200 MW, Utah (2009)

The Cohocton, Stetson Wind and Milford I wind projects qualified for the Section 1603 Treasury cash grant.

Deepwater Wind does not have rights to financial information with respect to the foregoing projects under the terms of its investment agreements with First Wind. However, information regarding First Wind is published in the amended registration statement filed by First Wind with the Securities and Exchange Commission on

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December 22, 2009, a copy of which is available from the SEC's website at <http://www.sec.gov/edgar.shtml> under file number 333-152671.

- Brian Redmond, a managing director at CP Energy Group, and a member of the board of managers of Deepwater Wind, originates and manages principal energy investments, providing asset level oversight for CP Energy's co-investors including: financial optimization, contract restructuring, operational/budget controls, commodity risk management, project development, and board-level representation. Since its formation in 2004, CP Energy has completed over 40 renewable energy transactions representing over 3,500 MW of installed generating capacity and \$3.9 billion of capital investment. CP Energy and its affiliates currently manage more than \$350 million of principal from co-investors in natural gas pipelines, compression, and storage, natural gas power, waste coal power, and both on-shore and off-shore wind power.

Mr. Nickerson has previously been involved in the development and financing of two large gas-fired combined cycle projects in New England. Detailed financial information, such as that requested in subsections a through h, is not available for these projects as such projects were developed and financed under prior employment, or under the terms of confidentiality agreements with clients.

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Div. 4-3: For any renewable energy projects that Deepwater Wind, First Wind, or Mr. Nickerson has evaluated in the last five years, please provide the following:

- a. Project name;
- b. Location;
- c. Energy source;
- d. Nameplate capacity;
- e. Capacity factor;
- f. Year of commercial operation;
- g. Total capital costs;
- h. Estimated O&M costs;
- i. Unlevered IRR;
- j. Capital structure (use of equity and debt financing);
- k. Levered IRR.
- l. Whether the project was approved for development;
- m. The pro forma financial statements that show the calculations of the IRRs
- n. The basis of the decision to finance these projects or not.

Response: Deepwater Wind does not have access to information on projects evaluated by First Wind. Deepwater Wind has evaluated offshore wind farms in New Jersey, Rhode Island and New York in the past five years. However, other than the Block Island Wind Farm, none of the projects has developed to the point that the information requested by the Division is available. Deepwater Wind believes that the Block Island Wind Farm is one of the most, if not the most, advanced offshore wind farm in development in the United States today.

Mr. Nickerson, on behalf of Mystic River Energy Group LLC, recently reviewed 39 renewable energy projects totaling over 325 MW in support of the Connecticut Clean Energy Fund's Round 2 and Round 3 solicitations under Project 150, a legislatively driven effort to increase renewable energy generation in Connecticut. Technologies included biomass, various fuel cell configurations, anaerobic digester, landfill gas by pipeline, photovoltaic and onshore wind. Of these projects, 13 received regulatory approval and entered in to long term power purchase agreements totaling about 136 MW with the Connecticut electric distribution companies. Mr. Nickerson does not have access to the specific information sought in subsections a. through n.

Prepared by: William Moore and David Nickerson

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Div. 4-4: Please describe the role of the Section 48 investment tax credit, and the related program introduced under Section 1603 of the American Recovery and Reinvestment Act of 2009, in its cash flow model and related calculations, including, but not limited to:

- a. How the value of the credit was calculated.
- b. What portion of the assumed capital expenditure was treated as qualifying for the tax credit of the program.
- c. How the tax credit was monetized, or, if a payment was made under Section 1603, the timing of such payment.
- d. How such payments would have been treated in the cash flow waterfall under the project financing structure assumed for the project.

Response: Deepwater Wind objects to this request as it calls for the production of confidential business, proprietary, trade and financial information. Nevertheless, Deepwater Wind is mindful of the Division's need to discharge its broad statutory duties of review. As such, responsive information has been provided to the Division pursuant to a Motion For Protective Treatment of Confidential Information as provided for by Rule 1.2(g)(2) of the Commission's Rules of Practice and Procedure and R.I.G.L. § 38-2-2. A confidential copy of this response has also been provided to the Commission. A redacted copy will be provided to the rest of the service list. Furthermore, by providing the unredacted information below, Deepwater Wind does not waive any confidentiality claims it has previously made with respect to the confidential pro forma provided to the Division on a confidential basis and pursuant to a Motion for Protective Order filed with the Commission on January 12, 2010.

- a. The value of the Section 1603 grant was arrived at by multiplying the estimated tax basis of the qualified energy property by 30%.
- b. In Deepwater Wind's financial model, approximately, **XX**¹ of the total capital expenditure, comprising all the capital expenditure qualifying as energy property under the Internal Revenue Code, was treated as qualifying for the program.
- c. Deepwater Wind has assumed that a payment will be made under Section 1603 within 60 days from the date of applying for such payment. Under current Treasury rules, such application must be made within 90 days from the date the project is placed in service.

¹ Redacted Confidential Information

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- d. Deepwater Wind has assumed that Section 1603 payments will be used to repay debt in proportion to the debt-equity ratio. The balance of such payments will be available to make a distribution to equity.

Prepared by: William Moore

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Div. 4-5: Please provide Deepwater's Wind Resource Assessment for the site including calculation of the P50, P90, and P99 energy output levels and capacity factors for the proposed wind farm. Include all assumptions and work papers.

Response: Deepwater Wind objects as this request, it calls for the production of confidential business, proprietary, trade and financial information. Nevertheless, Deepwater Wind is mindful of the Division's need to discharge its broad statutory duties of review. As such, responsive information has been provided to the Division pursuant to a Motion For Protective Treatment of Confidential Information as provided for by Rule 1.2(g)(2) of the Commission's Rules of Practice and Procedure and R.I.G.L. § 38-2-2. A confidential copy of this response has also been provided to the Commission. A redacted copy will be provided to the rest of the service list.

Deepwater Wind engaged AWS Truewind, a leading provider of renewable energy consulting services, including energy assessment and forecasting, to perform an analysis of the wind resource for the Block Island Wind Farm. In August 2009, after adjusting for availability, electrical, environmental and other losses, AWS Truewind estimated that the Block Island Wind Farm will achieve the following net capacity factors:

XX -XX

XX -XX

XX -XX²

The different P-values for capacity factors were calculated from the probability distributions of wind speed and power production. Following this report, Deepwater Wind installed meteorological equipment at various sites around Block Island to record additional wind data to supplement these projections.

Prepared by: William Moore

² Redacted Confidential Information

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Div. 4-6: Please provide the details and status of all loan guaranty's which Deepwater Wind has applied for including but not limited to those being submitted in response to an invitation pursuant to Title XVII of the 2005 Energy Policy Act providing the section of the act and funding opportunity announcement to which Deepwater responded.

Response: Deepwater Wind has applied for a Department of Energy loan guarantee under DE-FOA-0000140. Deepwater Wind was invited to submit, and submitted, Part II of the application on December 2, 2009. Deepwater Wind has not been notified by the Department of Energy whether or not it has been selected to enter into negotiations for a loan guarantee.

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CERTIFICATION

I hereby certify that on February 25, 2010, I sent a copy of the within to all parties set forth on the attached Service List by electronic mail and copies to Luly Massaro, Commission Clerk, by electronic mail and regular mail.

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Div. 4-1: Please list all offshore wind projects in which Deepwater Wind, First Wind, or Mr. Nickerson has participated in securing equity investments and describe their role in the capital raise.

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Div 4-2: Please describe the experience of Deepwater Wind, First Wind, or Mr. Nickerson in securing project financing for renewable energy projects whose capital costs exceed \$100 million. In providing these descriptions, please identify:

- a. The specific projects,
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- e. Whether each project qualified for the U.S. Treasury program introduced by Section 1603 of the American Recovery and Reinvestment Act of 2009; and
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Response: Deepwater Wind is a development company and has not financed a renewable energy project to date. The Block Island Wind Farm is the most fully developed project in Deepwater Wind's portfolio. Thus, Deepwater Wind and – to Deepwater Wind's knowledge – First Wind do not have any information responsive to subsections a through h.

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- Bill Moore, the Chief Executive Officer of Deepwater Wind, was the co-founder of Atlantic Renewables, the developer and owner of the 325 MW Maple Ridge wind facility in New York, still the largest wind farm in the Eastern United States.
- David Schwartz, General Counsel of Deepwater Wind, has significant energy transactional experience, both domestic and international, including originating start-up capital and working capital financing, complex structured transactions, over-the-counter derivative transactions, joint ventures, mergers and acquisitions and project, structured and corporate finance, secured loan transactions, and large syndicated financings. He has participated in the development, financing and sale of over 7,500 of megawatts of generation and generating sites and has assisted numerous IOUs, cooperatives,

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municipals and industrials in structuring and executing thousands of megawatts of power supply agreements.

- Bryan Martin and David Hang, who represent D. E. Shaw & Co. on the board of managers of Deepwater Wind, have had over 25 years of combined experience in the private equity business and have been responsible for helping numerous companies raise capital, including project finance, traditional bank and mezzanine debt, and many hybrid structures. In addition, team members at D. E. Shaw who support the investment in Deepwater Wind have worked on in excess of \$1b in project financings and corporate transactions for wind and other energy facilities, including the Malhas natural gas pipeline project in Brazil, and over 350 MW of onshore wind facilities in the U.S.
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 - Kaheawa Wind, 30 MW, Hawaii (2007)
 - Mars Hill, 42 MW, Maine (2007)
 - Steel Winds, 20 MW, New York (2007)
 - Cohocton Wind, 125 MW, New York (2009)
 - Stetson Wind, 57 MW, Maine (2009)
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The Cohocton, Stetson Wind and Milford I wind projects qualified for the Section 1603 Treasury cash grant.

Deepwater Wind does not have rights to financial information with respect to the foregoing projects under the terms of its investment agreements with First Wind. However, information regarding First Wind is published in the amended registration statement filed by First Wind with the Securities and Exchange Commission on

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- Brian Redmond, a managing director at CP Energy Group, and a member of the board of managers of Deepwater Wind, originates and manages principal energy investments, providing asset level oversight for CP Energy's co-investors including: financial optimization, contract restructuring, operational/budget controls, commodity risk management, project development, and board-level representation. Since its formation in 2004, CP Energy has completed over 40 renewable energy transactions representing over 3,500 MW of installed generating capacity and \$3.9 billion of capital investment. CP Energy and its affiliates currently manage more than \$350 million of principal from co-investors in natural gas pipelines, compression, and storage, natural gas power, waste coal power, and both on-shore and off-shore wind power.

Mr. Nickerson has previously been involved in the development and financing of two large gas-fired combined cycle projects in New England. Detailed financial information, such as that requested in subsections a through h, is not available for these projects as such projects were developed and financed under prior employment, or under the terms of confidentiality agreements with clients.

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Div. 4-3: For any renewable energy projects that Deepwater Wind, First Wind, or Mr. Nickerson has evaluated in the last five years, please provide the following:

- a. Project name;
- b. Location;
- c. Energy source;
- d. Nameplate capacity;
- e. Capacity factor;
- f. Year of commercial operation;
- g. Total capital costs;
- h. Estimated O&M costs;
- i. Unlevered IRR;
- j. Capital structure (use of equity and debt financing);
- k. Levered IRR.
- l. Whether the project was approved for development;
- m. The pro forma financial statements that show the calculations of the IRRs
- n. The basis of the decision to finance these projects or not.

Response: Deepwater Wind does not have access to information on projects evaluated by First Wind. Deepwater Wind has evaluated offshore wind farms in New Jersey, Rhode Island and New York in the past five years. However, other than the Block Island Wind Farm, none of the projects has developed to the point that the information requested by the Division is available. Deepwater Wind believes that the Block Island Wind Farm is one of the most, if not the most, advanced offshore wind farm in development in the United States today.

Mr. Nickerson, on behalf of Mystic River Energy Group LLC, recently reviewed 39 renewable energy projects totaling over 325 MW in support of the Connecticut Clean Energy Fund's Round 2 and Round 3 solicitations under Project 150, a legislatively driven effort to increase renewable energy generation in Connecticut. Technologies included biomass, various fuel cell configurations, anaerobic digester, landfill gas by pipeline, photovoltaic and onshore wind. Of these projects, 13 received regulatory approval and entered in to long term power purchase agreements totaling about 136 MW with the Connecticut electric distribution companies. Mr. Nickerson does not have access to the specific information sought in subsections a. through n.

Prepared by: William Moore and David Nickerson

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Div. 4-4: Please describe the role of the Section 48 investment tax credit, and the related program introduced under Section 1603 of the American Recovery and Reinvestment Act of 2009, in its cash flow model and related calculations, including, but not limited to:

- a. How the value of the credit was calculated.
- b. What portion of the assumed capital expenditure was treated as qualifying for the tax credit of the program.
- c. How the tax credit was monetized, or, if a payment was made under Section 1603, the timing of such payment.
- d. How such payments would have been treated in the cash flow waterfall under the project financing structure assumed for the project.

Response: Deepwater Wind objects to this request as it calls for the production of confidential business, proprietary, trade and financial information. Nevertheless, Deepwater Wind is mindful of the Division's need to discharge its broad statutory duties of review. As such, responsive information has been provided to the Division pursuant to a Motion For Protective Treatment of Confidential Information as provided for by Rule 1.2(g)(2) of the Commission's Rules of Practice and Procedure and R.I.G.L. § 38-2-2. A confidential copy of this response has also been provided to the Commission. A redacted copy will be provided to the rest of the service list. Furthermore, by providing the unredacted information below, Deepwater Wind does not waive any confidentiality claims it has previously made with respect to the confidential pro forma provided to the Division on a confidential basis and pursuant to a Motion for Protective Order filed with the Commission on January 12, 2010.

- a. The value of the Section 1603 grant was arrived at by multiplying the estimated tax basis of the qualified energy property by 30%.
- b. In Deepwater Wind's financial model, approximately, **XX**¹ of the total capital expenditure, comprising all the capital expenditure qualifying as energy property under the Internal Revenue Code, was treated as qualifying for the program.
- c. Deepwater Wind has assumed that a payment will be made under Section 1603 within 60 days from the date of applying for such payment. Under current Treasury rules, such application must be made within 90 days from the date the project is placed in service.

¹ Redacted Confidential Information

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- d. Deepwater Wind has assumed that Section 1603 payments will be used to repay debt in proportion to the debt-equity ratio. The balance of such payments will be available to make a distribution to equity.

Prepared by: William Moore

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Div. 4-5: Please provide Deepwater's Wind Resource Assessment for the site including calculation of the P50, P90, and P99 energy output levels and capacity factors for the proposed wind farm. Include all assumptions and work papers.

Response: Deepwater Wind objects as this request, it calls for the production of confidential business, proprietary, trade and financial information. Nevertheless, Deepwater Wind is mindful of the Division's need to discharge its broad statutory duties of review. As such, responsive information has been provided to the Division pursuant to a Motion For Protective Treatment of Confidential Information as provided for by Rule 1.2(g)(2) of the Commission's Rules of Practice and Procedure and R.I.G.L. § 38-2-2. A confidential copy of this response has also been provided to the Commission. A redacted copy will be provided to the rest of the service list.

Deepwater Wind engaged AWS Truewind, a leading provider of renewable energy consulting services, including energy assessment and forecasting, to perform an analysis of the wind resource for the Block Island Wind Farm. In August 2009, after adjusting for availability, electrical, environmental and other losses, AWS Truewind estimated that the Block Island Wind Farm will achieve the following net capacity factors:

XX -XX

XX -XX

XX -XX²

The different P-values for capacity factors were calculated from the probability distributions of wind speed and power production. Following this report, Deepwater Wind installed meteorological equipment at various sites around Block Island to record additional wind data to supplement these projections.

Prepared by: William Moore

² Redacted Confidential Information

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Div. 4-6: Please provide the details and status of all loan guaranty's which Deepwater Wind has applied for including but not limited to those being submitted in response to an invitation pursuant to Title XVII of the 2005 Energy Policy Act providing the section of the act and funding opportunity announcement to which Deepwater responded.

Response: Deepwater Wind has applied for a Department of Energy loan guarantee under DE-FOA-0000140. Deepwater Wind was invited to submit, and submitted, Part II of the application on December 2, 2009. Deepwater Wind has not been notified by the Department of Energy whether or not it has been selected to enter into negotiations for a loan guarantee.

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CERTIFICATION

I hereby certify that on February 25, 2010, I sent a copy of the within to all parties set forth on the attached Service List by electronic mail and copies to Luly Massaro, Commission Clerk, by electronic mail and regular mail.

Name/Address	E-mail Distribution	Phone/FAX
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	Joanne.scanlon@us.ngrid.com	401-784-4321
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	Celia.obrien@us.ngrid.com	
	Jennifer.brooks@us.ngrid.com	
Alan Mandl, Esq. Smith & Duggan LLP Lincoln North 55 Old Bedford Road Lincoln, MA 01773	amandl@smithduggan.com	617-228-4464 781-259-1112
Jerry Elmer, Esq. Conservation Law Foundation 55 Dorrance Street Providence, RI 02903	Jelmer@clf.org	401-351-1102 401-351-1130
Katherine A. Merolla, Esq., Merolla & Accetturo 469 Centerville Road Suite 206 Warwick, RI 02886	KAMLAW2344@aol.com	401-739-2900 401-739-2906
Richard A. Sinapi, Esq. Sinapi Formisano & Company, Ltd. 100 Midway Place, Suite 1 Cranston, RI 02920-5707	dicks@sfclaw.com	401-944-9690 401-943-9040
Alan Shoer, Esq. Adler Pollock & Sheehan One Citizens Plaza, 8 th Floor Providence, RI 02903-1345	Ashoer@apslaw.com	401-274-7200 401-751-0604
Leo Wold, Esq. Dept. of Attorney General 150 South Main St. Providence, RI 02903	lwold@riag.ri.gov	401-222-2424
	Steve.scialabba@ripuc.state.ri.us	401-222-3016
	Al.contente@ripuc.state.ri.us	

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	Dmacrae@riag.ri.gov	
	Mtobin@riag.ri.gov	
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Bill Moore, Deepwater Wind	Wmoore@dwwind.com	401-648-0604
Susan Demacedo, Deepwater Wind	susan@dwwind.com	401-648-0606
David Schwartz, Deepwater Wind	dschwartz@dwwind.com	
David Nickerson from Mystic River Energy Group, LLC	dave@nickersons.org	
Richard LaCapra, LaCapra Associates	Rlacapra@lacapra.com	212-675-8123
Richard Hahn Mary Neal Lacapra Associates 1 Washington Mall, 9th floor Boston, MA 02108	rhahn@lacapra.com	
	mneal@lacapra.com	
Original & nine (9) copies w/: Luly E. Massaro, Commission Clerk Public Utilities Commission 89 Jefferson Blvd. Warwick RI 02889	Lmassaro@puc.state.ri.us	401-780-2017
	Cwilson@puc.state.ri.us	401-941-1691
	Nucci@puc.state.ri.us	
	Anault@puc.state.ri.us	
	Sccamara@puc.state.ri.us	
Thomas Kogut, DPU	tkogut@ripuc.state.ri.us	
Matt Auten, Office of Lt. Governor	mauten@ltgov.state.ri.us	
Julian Dash, RIEDC	jdash@riedc.com	
Rep. Ehrhardt	rep-ehrhart@rilin.state.ri.us	

/s/ _____
Joseph A. Keough, Jr., Esquire # 4925
KEOUGH & SWEENEY, LTD.
100 Armistice Boulevard
Pawtucket, RI 02860
(401) 724-3600

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Div. 4-1: Please list all offshore wind projects in which Deepwater Wind, First Wind, or Mr. Nickerson has participated in securing equity investments and describe their role in the capital raise.

Response: Neither First Wind nor Mr. Nickerson has secured equity investments for offshore wind projects. Deepwater Wind has secured equity investments to provide development capital to date for the Block Island Wind Farm, the utility scale wind farm in Rhode Island, as well as other projects being developed by Deepwater Wind.

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Div 4-2: Please describe the experience of Deepwater Wind, First Wind, or Mr. Nickerson in securing project financing for renewable energy projects whose capital costs exceed \$100 million. In providing these descriptions, please identify:

- a. The specific projects,
- b. The financial institutions involved;
- c. The role in the financing;
- d. The amount of debt and equity raised
- e. Whether each project qualified for the U.S. Treasury program introduced by Section 1603 of the American Recovery and Reinvestment Act of 2009; and
- f. Whether each project has already applied for or received funds under that program;
- g. Provide copies of the project pro forma financial statements that show the calculations of the IRRs;
- h. The basis of the decision to finance these projects.

Response: Deepwater Wind is a development company and has not financed a renewable energy project to date. The Block Island Wind Farm is the most fully developed project in Deepwater Wind's portfolio. Thus, Deepwater Wind and – to Deepwater Wind's knowledge – First Wind do not have any information responsive to subsections a through h.

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- a. Project name;
- b. Location;
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- a. How the value of the credit was calculated.
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Prepared by: William Moore

² Redacted Confidential Information

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CERTIFICATION

I hereby certify that on February 25, 2010, I sent a copy of the within to all parties set forth on the attached Service List by electronic mail and copies to Luly Massaro, Commission Clerk, by electronic mail and regular mail.

Name/Address	E-mail Distribution	Phone/FAX
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STATE OF RHODE ISLAND PUBLIC UTILITIES COMMISSION
DOCKET No. 4111
Deepwater Wind Block Island, LLC
Response To
The Division Of Public Utilities And Carriers' Data Requests
SET 4
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