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RGGI Auction Sells 24.5 Million CO₂ Allowances

Current Control Period Allowances Sold at \$1.93

NEW YORK, NY— The nine Northeastern and Mid-Atlantic states participating in the Regional Greenhouse Gas Initiative (RGGI), the nation's first market-based regulatory program to reduce greenhouse gas emissions, today announced the results of their 17th auction of carbon dioxide (CO₂) allowances.

24,589,000 carbon dioxide (CO₂) allowances were sold in the auction, held Wednesday, September 5th generating \$47.4 million for reinvestment by the RGGI states in energy efficiency, clean and renewable energy, direct bill assistance, and other consumer benefit programs across the region. These investments in the region's energy future are creating jobs, reducing energy bills, helping businesses become more competitive, accelerating the development of local clean and renewable energy, and limiting the release of harmful pollutants.

Bids for the CO₂ allowances ranged from \$1.93 to \$6.51 per allowance, with a clearing price of \$1.93, the minimum reserve price for the auction. Allowances sold represent 65 percent of the 37,949,558 allowances offered for sale by the nine states.

According to the independent market monitor's report, electricity generators and their corporate affiliates have won 88 percent of CO₂ allowances sold in RGGI auctions since 2008. Additional details are available in the *Market Monitor Report for Auction 17*, available at: http://www.rggi.org/docs/Auctions/17/Auction 17 Market Monitor Report.pdf

"RGGI proceeds invested in energy efficiency are reducing energy costs, creating jobs, and strengthening our energy infrastructure," said Collin O'Mara, Secretary of the Delaware Department of Natural Resources and Environmental Control and Chair of RGGI, Inc. "By working closely with industry partners, critical energy investments are being made today that are enhancing our economic competitiveness for years to come."

"The RGGI auctions are serving as a model for efficient distribution of allowances for pollution reduction trading programs. The RGGI auction platform effectively provides the market with the carbon allowances needed and after four years, our independent market monitor has never found any evidence of anti-competitive conduct," said David Littell, a Commissioner of the Maine Public Utilities Commission and Vice-Chair of RGGI, Inc. "Smart investments enabled by the RGGI auctions are creating jobs and returning significant cost savings to our region's business and residential consumers."

The RGGI states are currently conducting a comprehensive program review to ensure RGGI's continued success.

The next RGGI auction is scheduled for December 5, 2012.

| Auction 17 Results At-A-Glance | | |
|--|--------------------|--|
| Auction Date | September 5, 2012 | |
| Allowances Offered for Sale | 37,949,558 | |
| Allowances Sold | 24,589,000 | |
| Ratio of Bids to Supply | 0.65x | |
| Clearing Price | \$1.93 | |
| Reserve Price | \$1.93 | |
| Proceeds from Auction 17 | \$47,456,770.00 | |
| Total Cumulative Proceeds (All Auctions) | \$1,081,624,938.19 | |
| Number of Bidders in Auction 17 | 22 | |
| Percent of Allowances Purchased by Compliance Entities & their Corporate Affiliates in Auction 17 | 100% | |

More data is available at: http://www.rggi.org/market/co2 auctions/results.

About the Regional Greenhouse Gas Initiative

The Northeast and Mid-Atlantic states participating in the second RGGI control period (Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont) have implemented the first mandatory market-based regulatory program in the U.S. to reduce greenhouse gas emissions. Power sector CO₂ emissions are capped at 165 million short tons per year through 2014. The cap will then be reduced by 2.5 percent in each of the four years 2015 through 2018, for a total reduction of 10 percent.

RGGI is composed of individual CO₂ budget trading programs in each state, based on each state's independent legal authority. A CO₂ allowance represents a limited authorization to emit one short ton of CO₂, as issued by a respective state. A regulated power plant must hold CO₂ allowances equal to its emissions to demonstrate compliance at the end of each three-year control period. RGGI's second control period began on January 1, 2012 and extends through December 31, 2014. CO₂ allowances issued by any state are usable across all state programs, so that the individual state CO₂ budget trading programs, in aggregate, form one regional compliance market for CO₂ emissions. For more information visit www.rggi.org

About Regional Greenhouse Gas Initiative, Inc.

Regional Greenhouse Gas Initiative, Inc. (RGGI, Inc.) was created to provide technical and administrative services to the states participating in the Regional Greenhouse Gas Initiative. RGGI, Inc. is a 501(c)(3) nonprofit organization. For more information, visit: www.rggi.org/rggi

The RGGI auctions are administered by RGGI, Inc. and run on an on-line platform provided by World Energy Solutions, Inc.

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MARKET MONITOR REPORT FOR AUCTION 17

Prepared for:

RGGI, Inc., on behalf of the RGGI Participating States

Prepared By:



September 7, 2012



This report was prepared by Potomac Economics (the contractor) in the course of performing work contracted for and sponsored by RGGI, Inc. on behalf of states participating in RGGI (Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont). The opinions expressed in this report do not necessarily reflect those of RGGI, Inc. or any of the states participating in RGGI, and reference to any specific product, service, process, or method does not constitute an implied or expressed recommendation or endorsement of it. Further, RGGI, Inc., the states participating in RGGI, and the contractor make no warranties or representations, expressed or implied, as to the fitness for particular purpose or merchantability of any product, apparatus, or service, or the usefulness, completeness, or accuracy of any processes, methods, or other information contained, described, disclosed, or referred to in this report. RGGI, Inc., the states participating in RGGI, and the contractor make no representation that the use of any product, apparatus, process, method, or other information will not infringe privately owned rights and will assume no liability for any loss, injury, or damage resulting from, or occurring in connection with, the use of information contained, described, disclosed, or referred to in this report.

The Regional Greenhouse Gas Initiative (RGGI) is the first mandatory market-based regulatory program in the U.S. to reduce greenhouse gas emissions. RGGI is a cooperative effort of Northeast and Mid- Atlantic states to reduce emissions of carbon dioxide (CO_2) from the power sector.

RGGI, Inc. is a non-profit corporation created to provide technical and administrative services to the states participating in the Regional Greenhouse Gas Initiative.



MARKET MONITOR REPORT FOR AUCTION 17

As the Market Monitor for the RGGI CO₂ allowance market, Potomac Economics monitors the conduct of market participants in the auctions and in the secondary market to identify indications of market manipulation or collusion. We also review the administration of the auctions by World Energy Solutions. This report summarizes our findings regarding RGGI Auction 17, which was held on September 5, 2012.

We observed the auction as it occurred and have completed our review and analysis of its results. Based on our review of bids in the auction, we find no material evidence of collusion or manipulation by bidders.

Twenty-two bidders participated in the offering of CO₂ allowances for the current control period. Bids were submitted to purchase 65 percent of the available supply of allowances, resulting in a clearing price equal to the reserve price of \$1.93 per ton. Compliance entities or their affiliates purchased 100 percent of the allowances in the offering. There was no indication of barriers to participation in the auction.

Based on our review of the administration of the market, we found that:

- The auction was administered in a fair and transparent manner in accordance with the noticed auction procedures and limitations.
- The auction results were consistent with the market rules and the bids received.
- Sensitive information was treated appropriately by the auction administrator.
- There were no indications of issues with the auction platform such as hardware or software problems, communications issues, or security breaches.

In summary, the results of our monitoring of RGGI Auction 17 raise no material concerns regarding the auction process, barriers to participation in the auction, or the competitiveness of the auction results. The appendix provides additional information about the market for RGGI CO₂ allowances and outcomes of the auction.



APPENDIX

A. DISPERSION OF PROJECTED DEMAND

The wide dispersion of projected demand for RGGI allowances across compliance entities facilitates the competitive performance of the auction.

The following figure shows the relative shares of projected demand for RGGI allowances by compliance entity in the current control period. The largest compliance entity represents only 16 percent of the total projected demand for allowances. More than half of the projected demand is composed of entities that each account for less than 5 percent of the total demand. Participation by a large number of entities facilitates the competitive performance of the auction.

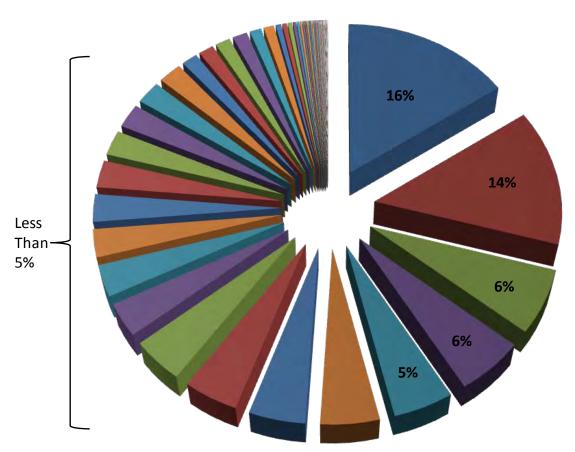


Figure 1: Projected Demand for RGGI Allowances Shares by Compliance Entity



B. DISPERSION OF BIDS IN AUCTION 17

In the offering of allowances for the current control period, bids were submitted by 22 compliance entities and no non-compliance entities. In our review of the bids and the qualification process, we found no material evidence of anti-competitive conduct or significant barriers to participation.

The following figure summarizes the quantity of allowances for which bids were submitted by each bidder. Two compliance entities submitted bids for a large quantity of allowances (e.g., at least 5 million tons). Overall, compliance entities accounted for 100 percent of the quantity of allowances for which bids were submitted. The quantity of allowances for which bids were submitted increased to 0.65 times the available supply in Auction 17 from 0.57 times the available supply in Auction 16 and 0.62 times the available supply in Auction 15.

The bid quantities were widely distributed among the 22 bidders. The concentration of bids, using the Herfindahl-Hirschman Index ("HHI"), fell from 2046 in Auction 16 to 1703 in Auction 17. The HHI is a standard measure of concentration calculated by squaring each entity's share and then summing the squares across all entities (hence, the index ranges from 0 to 10,000).

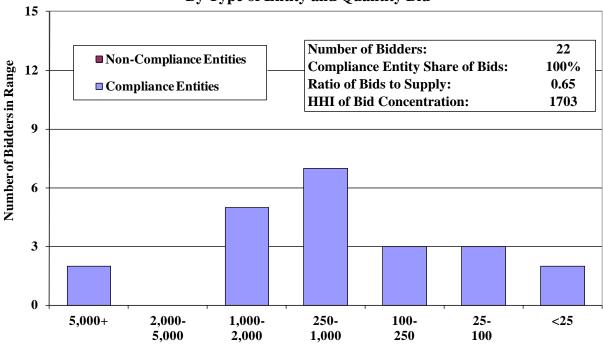


Figure 2: Quantity of Bids Submitted by Entity By Type of Entity and Quantity Bid

Quantity of Bids Submitted (in Thousands of Tons)



C. SUMMARY OF PURCHASES OF ALLOWANCES IN AUCTION 17

In the offering of allowances for the current control period, awards were distributed across 22 bidders with two bidders purchasing two million tons or more and 14 bidders purchasing 250,000 tons or more. Compliance entities or their affiliates purchased 100 percent of the allowances in the auction.

The share of allowances purchased and several other quantities are reported for two types of entities:

- Compliance Entities: This includes all compliance entities and their affiliates. In this report, affiliated firms are firms that: (i) have a parent-subsidiary relationship with a compliance entity, (ii) are subsidiaries of a parent company that has a large interest in a compliance entity, (iii) have substantial control over the operation of a budget source and/or responsibility for acquiring RGGI allowances to satisfy its compliance obligations.
- Non-Compliance Entities: Other firms.

The following statistics summarize the purchases and holdings of allowances by compliance entities and their affiliates under the RGGI program:

- In Auction 17, compliance entities and their affiliates purchased 100 percent of the allowances sold.
- In the first seventeen RGGI auctions, compliance entities and their affiliates purchased 88 percent of the allowances sold.
- Compliance entities and their affiliates will hold 92 percent of the allowances in circulation following the settlement of allowances sold in Auction 17.

The following table shows the quantity of allowances purchased by each bidder. The identity of each bidder is masked, and the bidders are ranked according to the amount of allowances awarded, from largest to smallest.



Table 1: Quantity of Allowances Awarded by Bidder

| Bidder | Number of Allowances Awarded | |
|-----------|------------------------------|--|
| Bidder 1 | 8,000,000 | |
| Bidder 2 | 5,128,000 | |
| Bidder 3 | 1,900,000 | |
| Bidder 4 | 1,615,000 | |
| Bidder 5 | 1,350,000 | |
| Bidder 6 | 1,085,000 | |
| Bidder 7 | 1,000,000 | |
| Bidder 8 | 850,000 | |
| Bidder 9 | 800,000 | |
| Bidder 10 | 550,000 | |
| Bidder 11 | 500,000 | |
| Bidder 12 | 450,000 | |
| Bidder 13 | 397,000 | |
| Bidder 14 | 273,000 | |
| Bidder 15 | 190,000 | |
| Bidder 16 | 173,000 | |
| Bidder 17 | 120,000 | |
| Bidder 18 | 97,000 | |
| Bidder 19 | 40,000 | |
| Bidder 20 | 31,000 | |
| Bidder 21 | 20,000 | |
| Bidder 22 | 20,000 | |



D. SUMMARY OF BID PRICES IN AUCTION 17

The distribution of bid prices submitted in the auction indicates that the demand for allowances was relatively elastic, which is a signal that the results were competitive.

The following table reports several statistics regarding the bid prices for bids submitted in Auction 17. The median and mean bid prices are weighted by the quantity of each bid.

| Bid Prices: | |
|------------------------|---------------|
| Minimum | \$1.93 |
| Maximum | \$6.51 |
| Average (Median) | \$1.95 |
| Average (Mean) | \$2.02 |
| Clearing Price: | \$1.93 |



E. NAMES OF POTENTIAL BIDDERS IN AUCTION 17

In accordance with Sections 2.8 and 3 of the Auction Notice for CO₂ Allowance Auction 17 on September 5, 2012, the Participating States are releasing the names of Potential Bidders in Auction 17. The states defined potential bidders as: "Each Applicant that has been qualified and submitted a complete *Intent to Bid.*" The list of 29 Potential Bidders is as follows:

Astoria Energy, LLC

Berkshire Power Company, LLC

Brooklyn Navy Yard Cogen Partners, LP

Caithness Long Island, LLC Calpine Energy Services, LP

Castleton Power, LLC

Consolidated Edison Comp. of NY, Inc.

Constellation Energy Commodities Group

Dominion Energy Marketing, Inc. EDF Trading North America, LLC

Empire Generating Co., LLC EquiPower Resources

Essential Power, LLC

GenOn Energy Management, LLC

Granite Ridge Energy, LLC

Indeck Energy Serv. of Silver Springs Indeck-Corinth Limited Partnership Indeck-Yerkes Limited Partnership

IPR-GDF SUEZ Energy Marketing NA, Inc.

J-Power USA Development Co., Ltd.

Kleen Energy Systems, LLC Millennium Power Partners, LP

National Grid Gen. dba National Grid New Athens Generating Company, LLC Power Authority of the State of New York Public Service Company of New Hampshire

RBC

Selkirk Cogen Partners, LP

Verso Paper Corp.