**Samples for Letter of Reference**

***Sample 1*** *\_\_\_\_\_\_\_\_\_\_* (Date)

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: EDCs

(Atlantic City Electric Company (“ACE”) and Jersey Central Power & Light Company (“JCP&L”) and Public Service Electric and Gas Company (“PSE&G”) and Rockland Electric Company (“RECO”))

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) are currently the agent on a $\_\_\_\_\_\_\_\_\_\_ (amount) revolving credit facility to \_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”). At this time, there is sufficient unused availability under the credit facility to issue a letter of credit in the amount of $\_\_\_\_\_\_\_\_\_\_ (amount) on behalf of Bidder in support of their bid in the New Jersey Basic Generation Service Residential Small Commercial Pricing (“BGS-RSCP”) Auction.

We have had a relationship with Bidder since \_\_\_\_\_\_\_(date). Our relationship with Bidder remains in good standing.

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) certify that as of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (date) our senior unsecured debt is rated “A” or better by Standard & Poor’s (“S&P”) if rated by S&P, or “A2” or better by from Moody’s Investors Services Inc. (“Moody’s”) if rated by Moody’s, or “A” or better by Fitch Ratings (“Fitch”) if rated by Fitch. We hereby certify that our senior unsecured debt is rated by at least one of S&P, Moody’s, and Fitch.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bank) TITLE and COMPANY (Bank)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bank)

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”) certify that we have obtained this letter of intent in good faith, and that we know of no action on our part that would significantly alter the unused availability under the credit facility mentioned above, or otherwise impair \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”)’s ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bidder) TITLE and COMPANY (Bidder)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bidder)

# *Sample 2* \_\_\_\_\_\_\_\_\_\_ (Date)

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: EDCs

(Atlantic City Electric Company (“ACE”) and Jersey Central Power & Light Company, (“JCP&L”) and Public Service Electric and Gas Company (“PSE&G”) and Rockland Electric Company (“RECO”))

Ladies and Gentlemen:

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) are currently the Agent on the Credit Agreements to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”). Bidder has \_\_\_\_\_\_\_\_\_\_\_(amount) of unused credit facilities at our bank available for borrowing under the terms and conditions of these credit agreements. Such a loan could be used as a cash deposit in support of Bidder’s bid in the Basic Generation Service Residential Small Commercial Pricing (“BGS-RSCP”) Auction.

We have had a relationship with Bidder since \_\_\_\_\_\_\_(date). Our relationship with Bidder remains in good standing.

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) certify that as of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (date) our senior unsecured debt is rated “A” or better by Standard & Poor’s (“S&P”) if rated by S&P, or “A2” or better by from Moody’s Investors Services Inc. (“Moody’s”) if rated by Moody’s, or “A” or better by Fitch Ratings (“Fitch”) if rated by Fitch. We hereby certify that our senior unsecured debt is rated by at least one of S&P, Moody’s, and Fitch.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bank) TITLE and COMPANY (Bank)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bank)

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”) certify that we have obtained this letter of intent in good faith, and that we know of no action on our part that would significantly alter the amount of unused credit facilities mentioned above, or otherwise impair \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”)’s ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bidder) TITLE and COMPANY (Bidder)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bidder)

# *Sample 3* \_\_\_\_\_\_\_\_\_\_ (Date)

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: EDCs

(Atlantic City Electric Company (“ACE”) and Jersey Central Power & Light Company (“JCP&L”) and Public Service Electric and Gas Company (“PSE&G”) and Rockland Electric Company (“RECO”))

Ladies and Gentlemen,

We have been asked to provide a letter of reference on behalf of \_\_\_\_\_\_\_\_\_\_ (“Bidder”) relative to their intentions to bid in the New Jersey Auction for Basic Generation Service Residential Small Commercial Pricing (“BGS-RSCP Auction”).

We have confidence in Bidder’s management and in their project development, implementation and operational capabilities. Our relationship with Bidder has been extensive and has included involvement in a credit facility for $\_\_\_\_\_\_\_\_\_ (amount) with aggregate lending commitments in excess of $\_\_\_\_\_\_\_\_\_(amount).

Should there be no material change in affairs, we would consider extending a letter of credit to Bidder in an amount not to exceed $\_\_\_\_\_\_\_\_\_\_\_\_(amount). This letter, however, should not and cannot be taken as an indication of financing commitment or guarantee of any kind whatsoever, or an absolute commitment to provide any other services.

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) certify that as of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (date) our senior unsecured debt is rated “A” or better by Standard & Poor’s (“S&P”) if rated by S&P, or “A2” or better by from Moody’s Investors Services Inc. (“Moody’s”) if rated by Moody’s, or “A” or better by Fitch Ratings (“Fitch”) if rated by Fitch. We hereby certify that our senior unsecured debt is rated by at least one of S&P, Moody’s, and Fitch.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bank) TITLE and COMPANY (Bank)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bank)

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_ (“Bidder”) certify that we have obtained this letter of intent in good faith, and that we know of no action on our part that would significantly impair \_\_\_\_\_\_\_\_\_\_ (“Bank”)’s assessment or its ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PRINT FULL NAME (Bidder) TITLE and COMPANY (Bidder)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized Signature (Bidder)