

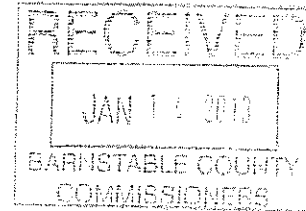
[CONEDISON SOLUTIONS LETTERHEAD]

Jorge J. Lopez
President & Chief Executive Officer

January 10, 2013

VIA FIRST CLASS MAIL

Margaret T. Downey, Administrator
Cape Light Compact
P.O. Box 427
Superior Court House
Barnstable, Massachusetts 02630



RE: Extension of Competitive Electric Supply Agreement

Dear Ms. Downey:

The purpose of this letter is to document the agreement reached between the Cape Light Compact (“Compact”) and Consolidated Edison Solutions, Inc. (“ConEdison Solutions”) regarding a one year extension to the Competitive Electric Supply Agreement between the Compact and ConEdison Solutions effective January 1, 2011 (“Agreement”). Section 4.4 of the Agreement states as follows:

4.4 **Extension** – This Agreement may be extended beyond January 31, 2014, by mutual written agreement of the Parties, for up to two years. Any new pricing terms shall be added to and replace Exhibit A as Exhibit A-2. Upon any such extension, this Agreement shall continue to be in effect, and all provisions of the Agreement shall retain the same force and effect as before the extension, unless it is terminated by either Party pursuant to the provisions of Article 4.2 or until the date stated in such extension.

Pursuant to Section 4.4 of the Agreement the Compact and ConEdison Solutions have agreed to extend the Agreement for one year until January 31, 2015 and to amend the pricing terms as set forth in Exhibit A-2 which is attached to this letter and forms a part hereof.

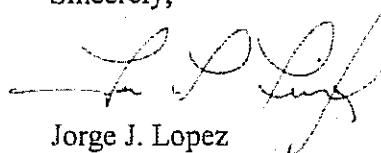
This letter agreement is intended to be binding and enforceable by both the Compact and ConEdison Solutions. By signing this letter agreement, the Compact confirms its commitment to be bound by the terms set forth above. This letter agreement will become effective upon execution by the Compact. Please return one fully executed original signature page of this letter agreement to ConEdison Solutions at the address shown below.

I understand the Compact will file a copy of this letter agreement and the enclosed Exhibit A-2 with the Massachusetts Department of Public Utilities (“DPU”) as part of an

Ms. Margaret Downey
January 10, 2013
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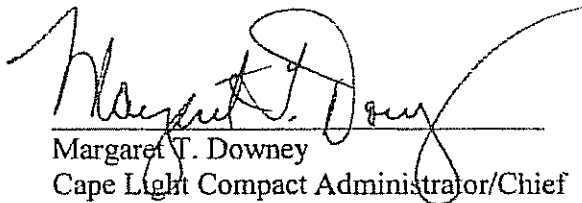
informational filing. As set forth in Exhibit A-2, the parties intend to give the new pricing exhibit confidential treatment, but ConEdison Solutions and the Compact understand that the Compact cannot guarantee that the DPU will treat the pricing exhibit and the information contained therein as confidential.

Sincerely,



Jorge J. Lopez
President and Chief Executive Officer

ACCEPTED AND AGREED:



Margaret T. Downey
Cape Light Compact Administrator/Chief
Procurement Officer
As authorized by the Barnstable County
Commissioners

Dated:

(insertion of historical pricing)

The pricing exhibit for this power supply contract is redacted because it contains confidential and competitively sensitive information and/or proprietary pricing strategies and is exempt from public records disclosure pursuant to Massachusetts General Laws, Chapter 4 Section 7, cl. 26(s) (energy related trade secrets or confidential information).

The Table below shows actual historical pricing for each pricing period during the duration of the contract, separated by rate class. All rates are shown in cents per kilowatt hour.

<u>Term Start</u>	<u>Term End</u>	<u>Residential</u>	<u>Commercial</u>	<u>Industrial</u>
January 2013	April 2013	7.672	7.689	7.689
April 2013	July 2013	7.672	7.689	7.689
July 2013	October 2013	8.129	8.044	8.044
October 2013	January 2014	8.129	8.044	8.044
January 2014	April 2014	9.09	9.09	11.27
April 2014	July 2014	9.09	9.09	11.27
July 2014	September 2014	9.09	9.09	7.95
September 2014	December 2014	8.892	8.892	7.752
Decmeber 2014	January 2015	15.371	14.3	20.07

Definitions:

Term Start is the month of the first meter read of the pricing term

Term End is the month of the last meter read of the pricing term

Residential rate includes rate codes R-1, R-2, R-3, R-4, R-5, R-6

Commercial rate includes rate codes G-1, G-4, G-5, G-6, G-7, S-1

Industrial rate includes rate codes G-2 and G-3

(end of insertion)

CONFIDENTIAL AND PRIVILEGED

Exempt from public records disclosure pursuant to G.L. c. 4, §7, cl. 26(d) (development of agency policy) and 26(s) (energy-related trade secrets or confidential information)

EXHIBIT A-2

[Redacted text block]

[Redacted text block]

- [Redacted list item]
- [Redacted list item]
- [Redacted list item]
- [Redacted list item]

[Redacted text block]

[Redacted text block]

CONFIDENTIAL AND PRIVILEGED

Exempt from public records disclosure pursuant to G.L. c. 4, §7, cl. 26(d) (development of agency policy) and 26(s) (energy-related trade secrets or confidential information)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

CONFIDENTIAL AND PRIVILEGED

Exempt from public records disclosure pursuant to G.L. c. 4, §7, cl. 26(d) (development of agency policy) and 26(s) (energy-related trade secrets or confidential information)

[REDACTED]

[REDACTED]

- [REDACTED]

- [REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

CONFIDENTIAL AND PRIVILEGED

Exempt from public records disclosure pursuant to G.L. c. 4, §7, cl. 26(d) (development of agency policy) and 26(s) (energy-related trade secrets or confidential information)

[REDACTED]