

**STATE OF NEW HAMPSHIRE
SITE EVALUATION COMMITTEE**

**Order and Notice of Hearing
Docket No. 2004-01**

**Joint Application of AES Londonderry, L.L.C. and ABN AMRO Bank N.V. as
Agent, for Approval to Transfer Equity Interests in AES Londonderry, L.L.C.
Under R.S.A. 162-H (Joint Application)**

In this Joint Application, AES Londonderry, L.L.C. and ABN AMRO Bank N.V., (Co-Applicants) seek approval from the Site Evaluation Committee (Committee) to transfer the equity in AES Londonderry, L.L.C., from AES Holdings Londonderry, L.L.C., a subsidiary of the AES Corporation, to a new entity owned by a consortium represented by ABN AMRO Bank N.V., as agent. AES Londonderry L.L.C. owns and operates: 1.) a 720 MW combined cycle natural gas fired power plant in the Ecological Industrial Park located in Londonderry, Rockingham County, New Hampshire; 2.) a 2.9-mile electrical transmission interconnection from the power plant to the North Litchfield substation in Litchfield, Hillsborough County; 3.) a 1.3-mile electrical transmission interconnection from the power plant to the Watts Brook substation; 4.) a cooling water supply pipeline connecting the power plant to the Manchester Wastewater Treatment Plant (including a pumping station and chlorine injection system located at the Manchester Wastewater Treatment Plant). This application also implicates a 2.7-mile lateral gas pipeline connection, owned by Keyspan, to a natural gas pipeline operated by the Tennessee Gas Pipeline Company. The Committee's authority to consider the issue raised in this docket is set forth at N.H.R.S.A. 162-H: 5 *et. seq.*

On June 30, 2004, at a public meeting, the Committee reviewed the Joint Application and issued a Procedural Order and Notice of Pre-Hearing Conference. On July 27, 2004, Committee counsel conducted a pre-hearing conference. Committee counsel has filed a Report of Pre-Hearing Conference that is available for review at the office of the Chairman of the Committee set forth below.

It Is Hereby Ordered That: A final hearing on the merits of the Joint Application shall be held on Tuesday, August 31, 2004 at 1:30 P.M.. The Hearing shall be held at:

Public Utilities Commission
Hearing Room A
21 South Fruit St., Suite 10
Concord, N.H., 033012429

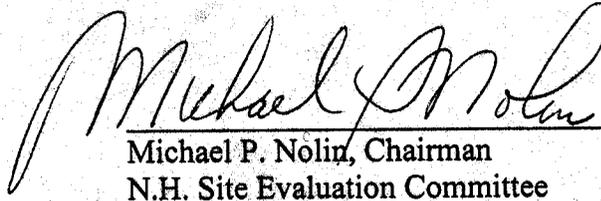
It Is Further Ordered That: Each Party to this docket shall pre-file the written testimony of each witness at least seven (7) days prior to the final hearing date set forth above. The original and twenty-five (25) copies of the pre-filed testimony shall be filed with the Chairman of the Committee:

Michael P. Nolin, Chairman
New Hampshire Site Evaluation Committee
29 Hazen Drive, P.O. Box 95
Concord, N.H. 03302- 0095

Each party shall provide all other parties with copies of the pre-filed testimony.

It is further ordered that: The Co-Applicants shall cause a copy of this Order and Notice of Hearing to be published, no later than Monday, August 16 2004, in the *Manchester Union Leader*, a newspaper of regular statewide circulation, and in one or more additional newspapers having a regular circulation in Rockingham County and Hillsborough County. The Co-Applicants shall file an affidavit documenting such publication on or before August 30, 2004.

By Order of the Site Evaluation Committee dated this 11th day of August, 2004.



Michael P. Nolin, Chairman
N.H. Site Evaluation Committee