

**STATE OF NEW HAMPSHIRE
SITE EVALUATION COMMITTEE**

**Procedural Order and Notice of Pre-Hearing Conference
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, LLC, from AES Holdings Londonderry, LLC, 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 voted to issue the following Procedural Order and Notice:

It Is Hereby Ordered That: All persons having an interest in the Joint Application and wishing to intervene in the above referenced docket shall file a Motion to Intervene with the Committee on or before July 26, 2004. Said motions shall be in writing and shall clearly identify the party seeking to intervene and fully state the party's interest in the proceeding as required by N.H.R.S.A. 541-A: 32. The deadline for the filing of Motions to Intervene shall be strictly enforced. Motions to Intervene should be addressed to:

Michael P. Nolin, Chairman
N.H. Site Evaluation Committee
Department of Environmental Services
29 Hazen Drive, P.O. Box 95
Concord, N.H. 03302- 0095

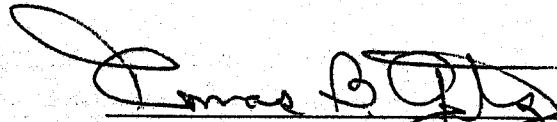
It Is Further Ordered That: All Parties and all persons seeking to intervene in the above referenced docket shall appear at a Pre-Hearing Conference to be held on July 27, 2004, at 1:30 P.M. at the office of Committee Counsel located at:

Brennan Caron Lenehan & Iacopino
85 Brook Street,
Manchester, NH 03104

Committee Counsel, Michael J. Iacopino, shall preside at the Pre-Hearing Conference. At the Pre-Hearing Conference the parties and potential intervenors shall discuss and propose a schedule for the resolution of the issues raised in this docket, including but not limited to discovery, data requests, stipulations, the filing of testimony and exhibits and the date of final hearing. Counsel for the Committee shall report the results of the Pre-Hearing Conference to the Committee Chair who may then issue a further scheduling order.

It is further ordered that: The Co-Applicants shall cause a copy of this Procedural Order and Notice to be published, no later than July 12, 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 July 26, 2004.

By Order of the Site Evaluation Committee dated this 2nd day of July, 2004.



Thomas B. Getz, Vice Chair
N.H. Site Evaluation Committee