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July 15, 2026

Ms. Sallie Tanner
Executive Secretary
Georgia Public Service Commission
244 Washington Street, S.W.
Atlanta, GA 30334-5701

Re: Georgia Power Company Consent to Change of Control for Mid-Georgia Cogen PPA and QF Contract, Docket No. 56298

Dear Ms. Tanner:

Georgia Power Company ("Georgia Power" or "GPC") and Mid-Georgia Cogen L.P. are parties that certain Power Purchase Agreement for Firm Capacity, Firm Energy, and Ancillary Services from a Combined Cycle Facility, dated as of July 2, 2025, which was certified by the Commission in Docket No. 56298 ("PPA"). In addition, Georgia Power and Mid-Georgia Cogen L.P. are parties to that certain Negotiated Contracts for the Purchase of Firm Capacity and Energy From a Qualifying Facility entered on August 7. 1995 ("QF Contract"). Both contracts relate to the 310 MW cogeneration facility located in Kathleen, Georgia. As detailed further below, Georgia Power hereby requests approval by the Georgia Public Service Commission ("Commission") of Georgia Power's consent to Mid-Georgia Cogen L.P.'s proposed change of control transaction and corresponding amendments to both contracts ("Consent and Amendment").

As proposed, the change of control transaction would result from the acquisition of all of the issued and outstanding membership interests of SEPG MGA Holdings, LLC, the upstream parent entity of Mid-Georgia Cogen L.P, by Harbert Azalea Holdings, LLC. Harbert Azalea Holdings, LLC is a subsidiary of Harbert Power, which is the power and infrastructure investment firm of Harbert Management Corporation ("HMC"), a private alternative asset manager in the United States and Canada. Collectively, Harbert Power and HMC own and manage a diversified generation portfolio of renewable and dispatchable resources. Georgia Power maintains an existing relationship with Harbert as a counterparty to several existing PPAs. Harbert has expressed to Georgia Power its intent to maintain continuity of the operations of the Mid-Georgia Cogen Facility and to fulfill the plant's current contractual obligations under the QF Contract and future contractual obligations under the PPA.

The QF Contract and PPA require Mid-Georgia Cogen to secure Georgia Power's prior written consent for any change of control transaction. Georgia Power has conditioned its consent upon the Commission's approval of such consent to Mid-Georgia Cogen L.P.'s request.

Georgia Power has negotiated the appropriate Consent and Amendment to provide Georgia Power's consent to the proposed change of control transaction and has provided a copy of the document to Commission Staff. Accordingly, Georgia Power hereby requests the Commission's

approval to consent to the Mid-Georgia Cogen change of control transaction and to execute the Consent and Amendment document.

If you have any questions, please email me at allison.pryor@troutman.com or call me at 404-885-3779.

Best regards,

By Allison W. Pryor
Allison W. Pryor