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July 29, 2026

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

Re: Request for Commission Approval of a Consent to Change of Control and Delegation of Operational Responsibility of the Altamaha Green Energy PPA, Docket No. 44880.

Dear Ms. Tanner:

Georgia Power Company ("Georgia Power" or the "Company") respectfully requests that the Georgia Public Service Commission ("Commission") review and approve the Company' Consent for Generator Change of Control and Delegation of Operational Responsibility of the pursuant to the Power Purchase Agreement for Biomass Generation at Altamaha Green Energy, LLC ("AGE"), dated August 6, 2024 ("PPA") by and between Altamaha Green Energy, LLC ("Generator") and Georgia Power, as subsequently amended. Pursuant to Section 19.2 of the PPA and Commission Rule 515-3-4-.04(3)(g)(4), Georgia Power's consent to the Change of Control Transaction and delegation of operational responsibility is required prior to the consummation of the transaction.

Change of Control Transaction

Prior to January 1, 2026, Beasley Green Energy, LLC ("BGE") and Rayonier Performance Fibers, LLC ("RPF") were 51% and 49% owners of Generator, respectively, and effective January 1, 2026, BGE and RPF engaged in an internal recapitalization, where following such transactions, BGE increased its membership interest in Generator to 86%, and RPF decreased its membership interest in Generator to 14% (the "Initial Transaction"). This Initial Transaction did not constitute a Change of Control Transaction as defined by the PPA requiring Georgia Power or Commission consent.

Generator, Beasley-Johnson Holdings, Inc. ("Beasley"), and Albioma Holdings ("Albioma") are contemplating entering into a transaction pursuant to which: (a) Albioma will make an indirect investment in Generator through purchase of a 50% ownership interest in Altamaha Green Holdings, LLC ("HoldCo"); (b) HoldCo and RPF will indirectly own 86% and 14% respectively of Generator through Altamaha Green Intermediate, LLC ("AGE Holdco") (such transactions in (a) and (b) collectively, the "Contemplated Transaction"); and (c) following the consummation of the Contemplated Transaction, Beasley and Albioma will collectively indirectly own 86% of Generator

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through their respective indirect 50% ownership interest in HoldCo, which will result in Generator having two ultimate parent entities, Beasley and Albioma (the "Change of Control Transaction"), subject to GPC's consent. An organizational diagram providing a visual of the proposed Change of Control Transaction has been provided to Commission Staff.

Beasley is the parent company of the Beasley group of companies, including BGE (which will be the direct owner of interests in HoldCo), and shall be deemed an "ultimate parent entity" for purposes of the PPA. Albioma is the parent company of the Albioma group of companies, including Albioma US Holdings, LLC (which will be the direct owner of interests in HoldCo), which are an integrated industrial group of companies whose core business is the ownership and operation of biomass-fired cogeneration facilities in the French overseas territories, supplying electricity to local grids and steam to industrial customers.

Delegation of Operational Responsibility

Generator also intends to enter into an operating and maintenance services agreement ("O&M Agreement") with RPF. Georgia Power hereby acknowledges that the entering into of such O&M Agreement will constitute a delegation by Generator of the operational responsibility of the facility pursuant to Section 19.2 of the PPA, which requires Georgia Power and the Commission's consent.

Georgia Power's Request

Pursuant to the Consent, the Company has agreed, subject to Commission approval, to the AGE's change of control and delegation of operational responsibility for the facility to a qualified third-party operator. As reflected in the Consent, neither the proposed change of control nor the delegation of operational responsibility alter the material terms of the PPA or Georgia Power's rights thereunder, and the PPA remains in full force and effect. Georgia Power has negotiated the appropriate document to provide Georgia Power's consent to the Change of Control Transaction ("Consent") and has provided a copy of the Consent to the Commission Staff.

Approval of this Consent is appropriate and consistent with Commission rules and prior practice. The requested approval will facilitate continued reliable operation of the facility while maintaining all contractual protections and obligations under the PPA. Accordingly, Georgia Power respectfully requests that the Commission approve the Consent for Generator's Change of Control and Delegation of Operational Responsibility of the Facility at its next Energy Committee meeting.

Please do not hesitate to contact me at allison.pryor@troutman.com or 404.885.3779 if there are any questions related to this filing.

Best regards,

Allison W. Pryor

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