FILED
09/02/2026
Executive Secretary G.P.S.C.

Docket # 19279
Document # 228267

COMMISSIONERS:

JASON SHAW, Chairman
LAUREN "BUBBA" McDONALD, Vice-Chairman
PETER HUBBARD
DR. ALICIA M. JOHNSON
TRICIA PRIDEMORE

REECE McALISTER
EXECUTIVE DIRECTOR

SALLIE TANNER
EXECUTIVE SECRETARY

Georgia Public Service Commission

(404) 656-4501
(800) 282-5813

244 WASHINGTON STREET, SW
ATLANTA, GEORGIA 30334-5701

FAX: (404) 656-2341
psc.ga.gov

DOCKET NO. 4822

IN RE: CAPACITY AND ENERGY PAYMENTS UNDER PUBLIC UTILITY REGULATORY POLICIES ACT (PURPA)

DOCKET NO. 19279

IN RE: BIOMASS GAS AND ELECTRIC LLC'S PETITION TO ESTABLISH DOCKET REGARDING FORSYTH RENEWABLE ENERGY PLANT

DOCKET NO. 27488

IN RE: GEORGIA POWER COMPANY'S 2015 REQUEST FOR PROPOSALS

ORDER APPROVING CONSENTS TO CHANGE OF CONTROL AND COLLATERAL ASSIGNMENT

On August 20, 2026, Georgia Power Company ("Georgia Power" or "Company") filed for Georgia Public Service Commission ("Commission") approval to Consents to Change of Control of the Qualifying Facility ("QF") Proxy Contracts for the Purchase of Firm Capacity and Energy (collectively, "Power Purchase Agreements" or "PPAs") to GRP Franklin, LLC ("GRP Franklin") and GRP Madison, LLC ("GRP Madison").

On December 18, 2024, the Georgia Public Service Commission ("Commission") approved amendments to the Contracts for the Purchase of Firm Capacity and Energy Utilizing

Proxy Methodology between Georgia Power Company ("Georgia Power" or "Company") and GRP Franklin, LLC ("GRP Franklin") and GRP Madison, LLC ("GRP Madison"). The Contract Capacity of both biomass facilities in Franklin County and Madison County remain at 58 megawatts ("MW"). The two facilities were originally approved by the Commission to a Contract for the Purchase of Firm Capacity and Energy from a Renewable Qualifying Facility Utilizing the Proxy Unit Methodology dated November 23, 2015.

GRP Holdco, LLC, a Delaware limited liability company ("Seller"), owns one hundred percent (100%) of the issued and outstanding membership interests in GRP Borrower, LLC, a Delaware limited liability company ("GRP Borrower"), and GRP Borrower owns one hundred percent (100%) of the issued and outstanding membership interests in GRP Franklin and GRP Madison.

Seller and Pacolet GRP, LLC, a Delaware limited liability company ("Buyer") have entered into that certain Purchase and Sale Agreement, dated as of June 24, 2026 (the "Purchase Agreement"), pursuant to which Buyer will purchase and acquire from Seller, and Seller will sell, convey, assign, transfer and deliver to Buyer, one hundred percent (100%) of the membership interests in GRP Borrower, resulting in Buyer indirectly owning one hundred percent (100%) of the issued and outstanding membership interests in GRP Franklin and GRP Madison. Pursuant to Section 22.1.3 of the PPAs, the Transfers of Interest requires the prior written consent of Georgia Power. Although the consent of Georgia Power is not required in connection with the Financing Collateral Assignment, the Parties acknowledge that the exercise of Collateral Agent's remedies under the Financing Transaction may result in a subsequent assignment of the PPA that will require the prior written consent of Georgia Power in accordance with Section 22.1.1 of the PPAs.

The Seller and Buyer requested Georgia Power's consent to change of control for the PPAs for the GRP Franklin and GRP Madison facilities.

Georgia Power negotiated the appropriate documents to provide its consent to change of control and collateral assignment for the GRP Franklin PPA and GRP Madison PPA ("Consents") and provided copies to Commission Staff ("Staff") for review.

Staff reviewed and recommended approval of Georgia Power's Consents for the GRP Franklin PPA and GRP Madison PPA.

The Commission approved Staff's recommendation at the September 1, 2026 Administrative Session.

* * * * * * * * * * * * *

WHEREFORE IT IS ORDERED that Georgia Power Company's requests to consent to change of control and collateral assignment for the GRP Franklin, LLC and GRP Madison, LLC power purchase agreements are hereby approved.

ORDERED FURTHER, that all findings, conclusions, statements, and directives made by the Commission and contained in the foregoing sections of this Order are hereby adopted as findings of fact, conclusions of law, statements of regulatory policy, and orders of this Commission.

ORDERED FURTHER, that a motion for reconsideration, rehearing, or oral argument or any other motion shall not stay the effective date of this Order, unless otherwise ordered by the Commission.

ORDERED FURTHER, that jurisdiction over this matter is expressly retained for the purpose of entering such further Order or Orders as this Commission may deem just and proper.

The above by action of the Commission in Administrative Session on the 1st day of September, 2026.

Sallie Tanner
Executive Secretary

9-2-26
Date

Jason Shaw
Chairman

9-2-26
Date