From:	Jim Gordon
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Subject:	GREC - GRU MOU 3-21.pdf
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Attachments:	att00001.htm grec - gru mou 3-21.pdf

Ed,

Attached is a revised version of the MOU, marked against GRU rev 11.

The first change is that we have reverted the language in Section 7(b) regarding future withholdings, to the language which had been previously suggested by GRU and included by GRU in prior drafts. We have also made two other minor changes to clarify the intent that the Retention Cap credit would be realized through retention of those previously withheld funds under the PPA.

We believe that these changes are in keeping with our mutual understanding.

Regards,

Jim