

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)				
B. E-MAIL CONTACT AT FILER (optional) FRANCIS.MASCARENHAS@BAKERBOTTSCOM				
C. SEND ACKNOWLEDGMENT TO: (Name and Address)				

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER 202022556200 Filed On 04/02/2020	1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] [for recorded] in the REAL ESTATE RECORDS For <u>attach</u> Amendment Addendum (Form UCC3Ad; <u>and</u> provide Debtor's name in item 13)
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2. ☐ **TERMINATION** Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. ☐ **ASSIGNMENT** (full or partial) Provide name of Assignee in item 7a or 7b and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. ☐ **CONTINUATION** Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. ☐ **PARTY INFORMATION CHANGE:**
Check one of these two boxes: ☐ Debtor or ☐ Secured Party of record **AND** Check one of these three boxes to:
☐ CHANGE name and/or address: Complete item 6a or 6b, and item 7a or 7b and item 7c ☐ ADD name: Complete item 7a or 7b, and item 7c ☐ DELETE name: Give record name to be deleted in item 6a or 6b

6. **CURRENT RECORD INFORMATION** Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME			
OR 6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7. **CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact full name, do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME			
OR 7b. INDIVIDUAL'S SURNAME	INDIVIDUAL'S FIRST PERSONAL NAME	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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8. ☒ **COLLATERAL CHANGE.** Also check one of these four boxes: ☐ ADD collateral: ☒ DELETE collateral: ☐ RESTATE covered collateral: ☐ ASSIGN collateral:
Indicate collateral:
Partial Release: See Exhibit A, attached hereto, for description of Collateral to be deleted.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here ☐ and provide name of authorizing Debtor:

9a. ORGANIZATION'S NAME Deutsche Bank Trust Company Americas, as Priority Collateral Trustee			
OR 9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

10. **OPTIONAL FILER REFERENCE DATA:**
067244.0208 - Rhode Island Secretary of State

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS

11. INITIAL FINANCING STATEMENT FILE NUMBER. Same as item 1a on Amendment form

Initial File No.: 202022556200 File Date: 04/02/2020

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT: Same as item 9 on Amendment form

12a. ORGANIZATION'S NAME

Deutsche Bank Trust Company Americas,

as Priority Collateral Trustee

OR

12b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

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13. Name of DEBTOR on related financing statement (Name of a current Debtor of record required for indexing purposes only in some filing offices - see instruction item 13). Provide only ~~one~~ Debtor name (13a or 13b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); see instructions if name does not fit

13a. ORGANIZATION'S NAME

OR

13b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

14. ADDITIONAL SPACE FOR ITEM 8 (Collateral)

Additional Secured Party of record authorizing this Partial Release: Deutsche Bank Trust Company Americas, as Parity Collateral Trustee

15. This FINANCING STATEMENT AMENDMENT

☐ covers timber to be cut ☐ covers as-extracted collateral ☐ is filed as a fixture filing

16. Name and address of a RECORD OWNER of real estate described in item 17
(if Debtor does not have a record interest)

17. Description of real estate

18. MISCELLANEOUS:

EXHIBIT A

TO UCC-3 PARTIAL RELEASE

DEBTOR: **XOOM Energy Rhode Island, LLC**

SECURED PARTY: **Deutsche Bank Trust Company Americas, as Priority Collateral Trustee
and Deutsche Bank Trust Company Americas, as Parity Collateral Trustee**

Secured Party releases its right, title and interest in the following property:

- (i) all Accounts Receivable purchased by Company under the Agreement; and
- (ii) all Unbilled Accounts Receivable for service to be purchased by Company under the Agreement.

As used in this Exhibit A, capitalized terms shall have the following meanings:

“Account(s) Receivable” means with respect to any eligible Customer, any NPP’s Generation Service revenue and associated charges determined by Company under Article 2 and Article 3 of the Agreement based upon the applicable Billing Price Determinants in effect (including, but not limited to, any state tax, if assessed, and any other applicable state or federal taxes and/or surcharges) that are billed under the Agreement that represent an account of such Customer.

“Agreement” means that certain Competitive Electric Supplier Service Agreement for Billing Services and for The Purchase of Accounts Receivable, dated January 6, 2022, by and between Company and Debtor.

“Company” means The Narragansett Electric Company, a Rhode Island corporation.

“Customer” means any person, partnership, corporation or any other entity, whether public or private, who obtains Distribution Service at a Customer Delivery Point and who is a Customer of record of the Company.

“Customer Delivery Point” means the Company’s meter or a point designated by the Company located on the Customer’s premise.

“Distribution Company” shall mean The Narragansett Electric Company.

“Distribution Service” means the delivery of electricity to Customers by the Distribution Company.

“Generation Service” means the sale of electricity to a Customer by a NPP, including capacity and ancillary services such as the provision of reserves and all other services relating to generation required by ISO-NE and retail offerings that utilize renewable energy certificates or represent alternative compliance payments that are bundled with generation,

provided that such products can be billed using the Standard Complete Billing Service platform.

“ISO-NE” means the Independent System Operator – New England.

“NPP” means, as the context indicates, (i) Company’s counterparty to the Agreement, provided that in any case, Company’s counterparty to the Agreement shall satisfy subsection (ii) of this definition, or (ii) any entity licensed by the R.I.P.U.C. to sell electricity to retail Customers in Rhode Island, except it shall not include: (1) a Distribution Company providing Last Resort Service to its Customers, and (2) a municipal light department acting as a Distribution Company.

“R.I.P.U.C.” means the Rhode Island Public Utilities Commission.

“Unbilled Accounts Receivable” means the amount of NPP’s Generation Service revenue and associated charges to be determined by Company under Article 2 of the Agreement based upon the applicable Billing Price Determinants (as defined in the Agreement) in effect (including, but not limited to, any applicable state or federal taxes and/or surcharges) for Generation Service which has been rendered to Customers but which remains unbilled until such time as such receivables are billed and purchased by Company under the terms of the Agreement.