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November 15, 2023

VIA ELECTRONIC FILING

Shonta Dunston

Chief Clerk

North Carolina Utilities Commission

430 N. Salisbury Street

Raleigh, North Carolina 27603

Re: Docket No. SP-5092, Sub 0
Flowers Solar, LLC – CPCN and Registration Notice of Pending Change of
Ownership

Dear Chief Clerk:

Pursuant to R8-64(d)(3) and R8-66(h) of the North Carolina Utilities Commission ("Commission") Rules and Regulations, Flowers Solar, LLC ("Flowers") submits this letter to notify the Commission of a planned change in the upstream ownership of Flowers. On October 27, 2023, an agreement to sell 100% of the membership interests of Project Hyperion, LLC (the "Agreement"), the indirect upstream owner of Flowers Solar, LLC, was signed and upon closing of the transactions contemplated by the Agreement, which is estimated to occur on or around December 4, 2023, there will be an upstream change of control for Flowers Solar, LLC as the equity interests of Project Hyperion, LLC, which are currently owned by Soltage Hyperion MGTCO, LLC and Project Hyperion Holdco LP, will be transferred to a third-party, Altus Power, LLC or its affiliate APA Finance III Borrower, LLC. The parties to the Agreement will provide any further required updates upon closing.

Please let me know if you have any questions.

Sincerely,

/s/ Merrick Parrott

cc: Duke Energy Progress (via email)

PPAB 10130086v1

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