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**DOCKET NO. 49849**

**JOINT REPORT AND APPLICATION §  
OF EL PASO ELECTRIC COMPANY, §  
SUN JUPITER HOLDINGS LLC, AND §  
IIF US HOLDING 2 LP FOR §  
REGULATORY APPROVALS UNDER §  
PURA §§ 14.101, 39.262, AND 39.915 §**

**PUBLIC UTILITY COMMISSION  
OF TEXAS**

**SUN JUPITER HOLDINGS LLC AND IIF US HOLDING 2 LP'S RESPONSE  
TO TEXAS INDUSTRIAL ENERGY CONSUMERS'  
FIFTH SET OF REQUESTS FOR INFORMATION**

Sun Jupiter Holdings LLC ("Sun Jupiter") and IIF US Holding 2 LP ("IIF US 2") file this response to Texas Industrial Energy Consumers' ("TIEC") Fifth Set of Requests for Information ("RFIs"). Sun Jupiter and IIF US 2 received TIEC's Fifth RFI on October 22, 2019. Pursuant to Order No. 3, Sun Jupiter and IIF US 2's response is due on November 1, 2019. This response is therefore timely filed. All parties may treat these answers as if they were filed under oath.

Sun Jupiter and IIF US 2 reserve the right to object at the time of the hearing to the admissibility of information produced herein.

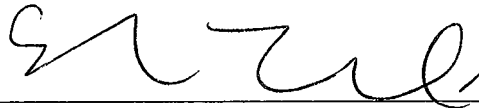
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*Attorneys for Sun Jupiter Holdings LLC and IIF  
US Holding 2 LP*

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing was served on all parties of record in this proceeding on this the 1<sup>st</sup> day of November, 2019.

  
\_\_\_\_\_  
Sarah K. Merrick

**SUN JUPITER AND IIF US 2'S RESPONSE TO TIEC'S  
FIFTH SET OF REQUESTS FOR INFORMATION**

**TIEC-IIF2 5-1:**

Have any of the current members of the general partners of IIF2 been a representative of an entity investing in IIF? If yes, identify the member of the general partner who was previously a representative of one of the owners of IIF.

**Response:**

No.

Preparer: A. Gilbert  
Sponsor: A. Gilbert

**SUN JUPITER AND IIF US 2'S RESPONSE TO TIEC'S  
FIFTH SET OF REQUESTS FOR INFORMATION**

**TIEC-IIF2 5-2:**

Provide the compensation each member of the general partner receives.

**Response:**

The members of IIF US Holding 2 GP, LLC receive the following fees:

[REDACTED]

Preparer: A. Gilbert  
Sponsor: A. Gilbert

**SUN JUPITER AND IIF US 2'S RESPONSE TO TIEC'S  
FIFTH SET OF REQUESTS FOR INFORMATION**

**TIEC-IIF2 5-3:**

Did any members of IIF2 GP receive compensation or have any business relationship with JP Morgan in the ten years prior to them becoming members of the general partner? If so, please identify the member and describe the relationship with JP Morgan.

**Response:**

No. The members may maintain ordinary course business with J.P. Morgan on the same terms as would be available to any other similarly situated individuals (e.g., bank accounts, Chase branded credit cards, etc.).

Preparer: A. Gilbert  
Sponsor: A. Gilbert

**SUN JUPITER AND IIF US 2'S RESPONSE TO TIEC'S  
FIFTH SET OF REQUESTS FOR INFORMATION**

**TIEC-IIF2 5-4:**

Provide all information in IIF2's [possession] and in JP Morgan's [possession] as to how the current members of the IIF2 GP were selected. How were they identified as candidates and how did the then current board of members of IIF2 GP determine these individuals were the best candidates?

**Response:**

Dennis Clarke was identified by J.P. Morgan as an experienced energy executive in 2008 when IIF US Holding 2 GP, LLC ("IIF US 2 GP") was filling a vacancy left by a death.

Chris Ward was identified by J.P. Morgan as a candidate as a result of his former position as the Executive Director of the Port Authority of New York and New Jersey in 2015 when IIF US 2 GP was filling vacancy left by a death.

In 2017, IIF US 2 GP undertook a successor analysis and engaged a third party consultant, Ferguson Partners, to assist with a skills gap analysis and succession plan. IIF US 2 GP formed a Nomination and Governance Committee to undertake succession planning as a result of this analysis.

Rita Sallis was identified in 2018 by IIF US 2 GP's Nominating and Governance Committee after completing a skills gap analysis, undertaking a search process, and interviewing multiple candidates. Ms. Sallis was not identified as a candidate by J.P. Morgan.

Dennis Clarke is intending to retire from IIF US 2 GP at the end of 2019, his proposed successor was identified by the IIF US 2 GP Nominating and Governance Committee after completing a skills gap analysis, undertaking a search process and interviewing multiple candidates. The proposed successor was not identified as a candidate by J.P. Morgan.

Preparer: A. Gilbert  
Sponsor: A. Gilbert