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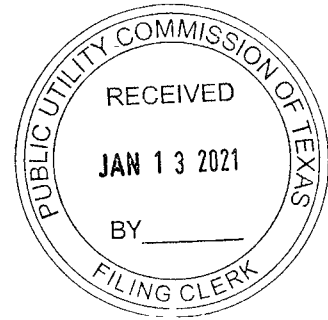
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The Toronto-Dominion Bank

New York Branch
United States
Tel: 1-800-653-1833
SWIFT: TDOMUS33



**Irrevocable
Standby Letter of Credit
No. G390817**

Amendment no. 1
Dated January 11, 2021

Beneficiary:

Public Utility Commission Of
Texas, 1701 N. Congress Avenue,
Po Box 13326, Austin, Texas,
78711-3326 United States

Applicant:

Centrica US Holdings Inc On
Behalf Of Direct Energy Business
LLC, 12 Greenway Plaza, Suite 600
Houston, Tx 77046 United States

We amend our Standby Letter of Credit subject to the following terms and conditions. This amendment forms an integral part of the original instrument. All other terms and conditions remain unchanged.

Amended Terms:

Subject to beneficiary's consent

Applicant has requested cancellation of this standby letter of credit.

Please signify your agreement to this amendment by signing below and returning a copy to us by emailing to:
TDCGYSBL@TDsecurities.com

We hereby signify our consent to this amendment.

Mariah Benson

Public Utility Commission Of Texas

Dated: 1/14/2021



Unless otherwise instructed herein, all correspondence and enquiries regarding this transaction can be directed to your Global Trade Finance office

Montreal	1-877-285-0398
Vancouver	1-866-661-6066
Toronto	1-866-661-6466
Houston	1-800-653-1833

Standby and Guarantee 1-888-661-6866

For any other assistance, you may reach out to our Business Support Team at:
GTFMTL.FACILITRADE@tdsecurities.com
Please indicate our reference number in all your correspondence or telephone enquiries.

***** NOTICE *****

Given the current circumstances triggered by the COVID-19 crisis, we may not be in a position to acknowledge receipt of your documentary presentation(s) at our address indicated above. Consequently if you are unable to deliver your physical documents to us during this crisis period, please contact your Global Trade Finance office as soon as possible by phone at 1-866-661-6066 or by email at TDMTLSBL@tdsecurities.com and we will be happy to assist you as much as possible.

Regards,

Authorized Signature(s)


Tatiana Kopylova
K3354