

PotomacEdison
A FirstEnergy Company

5001 NASA Boulevard
Fairmont, WV 26554

MonPower[™]
A FirstEnergy Company

Gary A. Jack
Senior Corporate Counsel

Telephone: 304.534.7409
Fax: 330.315.9939
gjack@firstenergycorp.com

February 5, 2018

VIA FAX and FEDEX OVERNIGHT

Ms. Ingrid Ferrell
Executive Secretary
Public Service Commission of West Virginia
201 Brooks Street
PO Box 812
Charleston, WV 25323

02:37 PM FEB 05 2018 EXEC SEC DIV

**Re: Monongahela Power Company and The Potomac Edison Company
Petition for Approval of Generation Resource Transaction and Related Relief
Case No. 17-0296-E-PC**

Dear Ms. Ferrell:

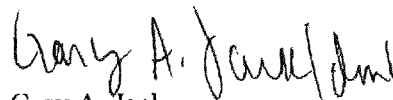
Monongahela Power Company ("Mon Power") and The Potomac Edison Company ("Companies") have reviewed the Commission's January 26, 2018 Order. As the Commission knows, FERC rejected the application filed by Mon Power and Allegheny Energy Supply Company LLC on January 12, 2018. After further review and consideration, those companies have decided not to file a Request for Rehearing with FERC.

Additionally, the Companies will not accept the conditions included in the Commission Order that would result in Mon Power assuming exposure and significant commodity risk, which is inconsistent with FirstEnergy's announced corporate strategy.

Therefore, the Asset Purchase Agreement between the Companies and Allegheny Energy Supply Company LLC will be terminated in accordance with its terms, and the proposed Transaction will not be consummated. The Companies do not believe that the Commission's requirements for them to file recalculated revenue requirements, proposed tariff sheets, and indemnity agreements, within thirty days of the date of the Order or by Monday, February 26, are needed in light of these circumstances.

We appreciate the Commission's time and effort devoted to review this matter.

Sincerely,



Gary A. Jack
Senior Corporate Counsel
WV State Bar No. 1855

cc: Certificate of Service

**Re: Monongahela Power Company and The Potomac Edison Company
Petition for Approval of Generation Resource Transaction and Related Relief
Case No. 17-0296-E-PC**

CERTIFICATE OF SERVICE

I hereby certify that on this 5th day of February 2018, a copy of the foregoing Notice was placed in the U.S. Mail, First Class, to:

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John R. Auville, Staff Attorney
Public Service Commission of WV
PO Box 812
Charleston, WV 25323

Carrie M. Harris
Spilman Thomas & Battle, PLLC
310 First Street, Suite 1100
PO Box 90
Roanoke, VA 24002-0090

Jackie L. Roberts, Director
Heather B. Osborn, Esquire
Bobby Lipscomb, Esquire
Tom White, Esquire
Consumer Advocate Division
700 Union Building
723 Kanawha Boulevard, East
Charleston, WV 25301

Derrick Price Williamson, Esquire
Barry A. Naum, Esquire
Counsel, WVEUG
Spilman Thomas & Battle, PLLC
1100 Bent Creek Blvd., Suite 101
Mechanicsburg, PA 17050

Christopher L. Callas, Esquire
Nicklaus A. Presley, Esquire
Jackson Kelly PLLC
PO Box 553
Charleston, WV 25322

Evan D. Johns, Esquire
Counsel, Sierra Club
Appalachian Mountain Advocates
415 Seventh Street, Northeast
Charlottesville, VA 22902

Susan J. Riggs, Esquire
Counsel, WVEUG
Spilman Thomas & Battle, PLLC
Spilman Center
300 Kanawha Boulevard, East
Charleston, WV 25301

Mike Becher, Esquire
Counsel, Sierra Club
Appalachian Mountain Advocates
PO Box 507
Lewisburg, WV 24901

Emmett Pepper, Esquire
Counsel
Solar United Neighborhoods and CAG
1500 Dixie Street
Charleston, WV 25311

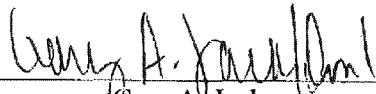
John McCuskey
Shuman, McCuskey & Slicer, PLLC
1411 Virginia Street, East
Suite 200
Charleston, WV 25301

David B. Hanna, Esquire
Thomas N. Hanna, Esquire
Counsel, ESC Harrison County, LLC
and ESC Brooke County I, LLC
Hanna & Hanna, PLLC
PO Box 3967
Charleston, WV 25339

Michael Soules, Esquire
Counsel
Community Power Network/WV Solar
United Neighborhoods Earthjustice
1625 Massachusetts Ave. NW Suite 702
Washington, DC 20036

Benjamin Locke
Earthjustice
1617 John F. Kennedy Boulevard
Suite 1130
Philadelphia, PA 19103

Jill M. Tauber
Earthjustice
1625 Massachusetts Avenue NW
Suite 702
Washington, DC 20036



Gary A. Jack

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Legal Services, 5001 NASA Boulevard, Fairmont, WV 26554

FAX

Date: 2/5/18

Number of pages including cover sheet: 4

To:

Ingrid Ferrell

Executive Secretary

Phone:

Fax phone: 304-340-0325

From:

Gary Jack

Phone: 304.534.7409

Fax phone: 330.315.9939

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REMARKS:

- Urgent
- For your review
- Reply ASAP
- Please comment

Monongahela Power Company and

The Potomac Edison Company

Petition for Approval of Generation Resource Transaction and Related Relief

Case No. 17-0296-E-PC

Case Closure Notice

If you do not receive pages properly, contact telefacsimile operator at:

(724) 838-6411 Deanna Leone