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Office of The Attorney General
State of Connecticut

May 14, 2009

VIA ELECTRONIC AND FIRST-CLASS MAIL

John T. Shaban, Esq.
Whitman Breed Abbott & Morgan LLC
500 West Putnam Avenue
Greenwich, CT 06830

Re: ISO New England, Inc. ("ISO-NE")

Dear John:

I write to follow up our meeting on Monday May 11, 2009 and our telephone conversation earlier today. ISO-NE has requested that the State enter into a confidentiality agreement prior to producing any documents in response to the Subpoena dated April 14, 2009. As we discussed, for a number of reasons it is the State's policy not to enter into confidentiality agreements with regard to subpoenas issued pursuant to the Connecticut Antitrust Act. I do want to assure you, however, that it is the Attorney General's policy not to use Subpoenaed Information in any legal proceeding unnecessarily. It is the Attorney General's general practice to notify parties as soon as is reasonably practical should it become necessary to use Subpoenaed Information in any pre-Complaint filing. It is also the Attorney General's general practice to file under seal (to the extent allowed by court rules) any Subpoenaed Information used in any such court filing, advise the Court that the information is not available to the public under the antitrust statutes, and make reasonable efforts to limit disclosure of the Subpoenaed Information to the Court and counsel until the producing party has had a reasonable opportunity to seek appropriate protection for the Subpoenaed Information. Nevertheless, because the Attorney General is obligated to enforce and comply with Connecticut law, the Attorney General cannot provide assurance that Subpoenaed Information will not be used in any legal proceeding and cannot assure that advance notification of the use of Subpoenaed Information in any legal proceeding will be made.

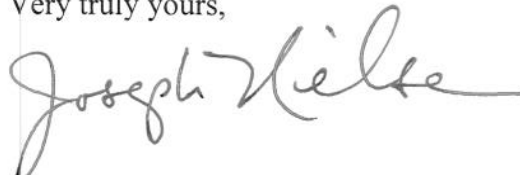
It is the general policy of the Attorney General not to disclose Subpoenaed Information to third party witnesses. In some instances, disclosing Subpoenaed Information in a deposition or interview with a third party witness is necessary to further the investigation. In such instances, the third party witness is typically already aware of the general substance of the Subpoenaed Information, and is not allowed to retain a copy of any disclosed documents. The Attorney General has a strong interest in ensuring that competitors do not receive access to each other's

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confidential and trade secret information and will not disclose trade secret information to a producing party's competitors during the investigation unless absolutely necessary.

Given the Attorney General's practices noted above, I would hope that you and your client would reconsider your position that ISO-NE will not produce documents in response to the Subpoena without a confidentiality agreement. Please let me know as soon as possible of your decision so the State may take appropriate action.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Joseph Hille". The signature is written in black ink and is positioned above the typed name.

Assistant Attorney General

cc: John Wright