

**GOVERNMENT OF PUERTO RICO
PUBLIC SERVICE REGULATORY BOARD
PUERTO RICO ENERGY BUREAU**

IN RE: REQUEST FOR CERTIFICATION
SUNE WMT PR2, LLC

CASE NO.: CEPR-CT-2016-0015

SUBJECT: Compliance with July 6 Order.

RESOLUTION AND ORDER

On July 6, 2023, the Energy Bureau of the Puerto Rico Public Service Regulatory Board ("Energy Bureau") issued a Resolution and Order ("July 6 Order") in which it ordered SUNE WMT PR2, LLC. ("SUNE PR2") to, within ten (10) days of the notification, (i) file an *Updated Personal Information Electric Power Companies Form* (Form NEPR-B01) including the data for Parts A and B of this Form; (ii) file Evidence of the change of ownership, stating its effective date; (iii) pay an administrative fine of five hundred dollars (\$500) at the Energy Bureau's Clerk; (iv) file its financial statements for the year ending December 31, 2022 compiled by an Authorized Public Accountant (CPA) allowed to practice such profession in Puerto Rico, or in any jurisdiction of the United States of America; (v) explain the reason for the drop in its Gross Revenue for 2022; (vi) explain if SUNE PR2 was operating below its normal operating capacity during 2022 and what are the reasons for that change during the last year

On July 14, 2023, SUNE PR2 filed, (i) a Letter from Pietrantonì, Méndez & Álvarez, LLC ("July 14 Letter") with an attached copy of paycheck no. 82938 for five hundred dollars (\$500) as the evidence of payment for the administrative fine imposed by the Energy Bureau in the May 5 Order¹.

On July 17 SUNE PR2 filed a document titled *Motion in Compliance with July 6, 2023, Resolution and Order* ("July 17 Motion"), including:

- (a) *Exhibit A – Payment Evidence of Administrative Fine*
- (b) *Exhibit B – Personal Information Form* (Form NEPR-B01)
- (c) *Exhibit C – Ownership Agreements*

In the July 17 Motion, SUNE PR2 informs and clarifies that:

- (i) [SUNE PR2] is a Puerto Rico limited liability company with a single member: SunE Solar XII, LLC.²
- (ii) SunE Solar XII, LLC is a Delaware limited liability company with a single member: Longroad XII Holdings, LLC.³
- (iii) There has been no change in the direct ownership of SunE PR2 or its sole Member, SunE Solar XII, LLC.⁴
- (iv) However, all equity interests in Longroad XII Holdings, LLC were sold effective October 3, 2022, by Longroad Solar Portfolio XII, LLC, then the sole member of Longroad XII Holdings, LLC, to EDPR NA Distributed Generation, LLC, a Delaware limited liability company.⁵ ("October 3, 2022 Transaction")

As for the Gross Revenues 2022 and its operational capacity during the natural year 2022, SUNE PR2 indicates in the July 17 Motion that:

¹ Resolution and Order, *IN RE: REQUEST FOR CERTIFICATION SUNE WMT PR2, LLC., Case No.: CEPR-CT-2016-0015*. May 5, 2023. ("May 5 Order")

² July 17 Motion, p. 2, ¶3.

³ *Id.*

⁴ *Id.*

⁵ *Id.*



- (i) The revenue drop is apparent and temporary and should be corrected once the technical issues are resolved and pending invoices are issued. SUNE PR2 will update the PREB with the revised Gross Revenue numbers once the solution has been implemented, invoicing for past revenues are issued, and the numbers updated accordingly.⁶
- (ii) The technical issues referenced in paragraph 5 likewise affected the reporting of production numbers.⁷
- (iii) SunE PR2 clarifies that it was not operating below normal capacity in 2022, but rather has had an issue with the reported numbers that should be corrected once communication with the inverter resumes.⁸

In the July 17 Motion, SUNE PR2 also requests the Energy Bureau a time extension (until August 7, 2023) to file its Financial Statements for the year ending on December 31, 2022. SUNE PR2 presented a justification for such extension request stating that the CPA informed that the process would require several weeks to complete.⁹

On August 3, 2023, SUNE PR2 filed a copy of the updated FERC¹⁰ Form 556 for its two facilities in Barceloneta, PR. Part 5b of the updated FERC Form 556 shows the full legal names of electric utility or holding company upstream owners of SUNE PR2. In the Miscellaneous Section, page 24 of updated FERC Form 556, there is a description of the corporate reorganization which take place due to the October 3, 2022 Transaction.

On August 7, 2023, SUNE PR2 filed a *Motion for Extension of Time to Submit the Certified Financial Report* ("August 7 Motion") to (i) inform a delay in the certification of its Financial Statements, and (ii) request another time extension of ten (10) additional days to file such Financial Statements.

On August 17, 2023, SUNE PR2 filed a *Second Motion for Extension of Time to Submit the Certified Financial* ("August 17 Request"). In the August 17 requested, SUNE PR2 requested that the Energy Bureau grants until September 6, 2023, to file its Certified Financial Statements since have not been completed and believes it can be in position to file its financial reports within the next twenty (20) days.

The Energy Bureau **TAKES NOTICE** of the clarifications and explanation presented by SUNE PR2 in the July 17 Motion.

The Energy Bureau **DETERMINES** the October 3, 2022 Transaction was not a change in the direct ownership of SUNE PR2.

The Energy Bureau **GRANTS** the time extensions requested by SUNE PR2 through the August 17 Motion. The Energy Bureau **ORDERS** SUNE PR2 to file, **on or before September 6, 2023**, its financial statements for the year ending December 31, 2022 compiled by an Authorized Public Accountant (CPA) allowed to practice such profession in Puerto Rico, or in any jurisdiction of the United States of America.

The Energy Bureau **WARNS** SUNE PR2 that non-compliance with Energy Bureau's orders and regulations may carry the imposition additional administrative fines.

Be it notified and published.

⁶ July 17 Motion, p. 3, ¶5.

⁷ *Id.*, p. 3, ¶6.

⁸ *Id.*

⁹ July 17 Motion, p. 2, ¶4.

¹⁰ Federal Energy Regulatory Commission

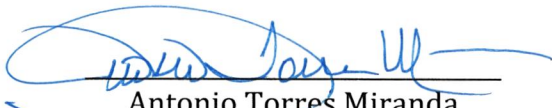




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Associate Commissioner

CERTIFICATION

I hereby certify that the majority of the members of the Puerto Rico Energy Bureau has so agreed on August 21, 2023. I also certify that on August 21, 2023 a copy of this Resolution and Order was notified by electronic mail to: legalnotice@edpr.com, mtrelles@pmalaw.com; ajimenez@pmalaw.com. I also certify that today, August 21, 2023, I have proceeded with the filing of the Resolution and Order issued by the Puerto Rico Energy Bureau.

I sign this in San Juan, Puerto Rico, today, August 21, 2023.



Sonia Seda Gaztambide
Clerk