

UNITED STATES OF AMERICA
BEFORE THE
DEPARTMENT OF ENERGY
GRID DEPLOYMENT OFFICE

ALTOP ENERGY TRADING LLC

Docket No. EA-_____

APPLICATION OF ALTOP ENERGY TRADING LLC
FOR AUTHORIZATION TO TRANSMIT ELECTRIC ENERGY TO MEXICO

Pursuant to Section 202(e) of the Federal Power Act (16 U.S.C. § 824a(e)), and regulations thereunder (10 C.F.R. §§ 205.300, et seq.), Altop Energy Trading LLC hereby submits this application (the “Application”) for blanket authorization from the Department of Energy (“DOE” or the “Department”) to transmit electric energy from the United States to Mexico for a term of five years. In support of its Application, Altop Energy Trading LLC respectfully shows as follows:

I. DESCRIPTION OF THE APPLICANT

Altop Energy Trading LLC is a Delaware Limited Liability Company with its principal place of business in Houston, TX. Altop Energy Trading LLC is engaged in the trading and marketing of both financial and physical electricity in the wholesale power markets in North America. Altop Energy Trading LLC has a Market-Based Rate Authorization from FERC (Docket No. ER22-434-000).

Altop Energy Trading LLC is solely owned by Altop Energy Investments LP. Altop Energy Investments LP is not engaged in any other business in the energy industry. No individual or entity has more than 10% ownership in Altop Energy Investments LP. Additionally, the general partner or managing members of General Partner do not sit on the board of any other energy companies and do not hold interest in any other energy related companies. Altop Energy Trading LLC has no obligation to serve native load, does not own or operate any electric distribution or transmission facilities, does not own or operate any natural gas distribution or transmission facilities, and does not own or operate any generation assets.

Altop Energy Trading LLC is authorized as a Qualified Scheduling Entity (QSE) by both the Electricity Reliability Council of Texas (ERCOT) and the California Independent System Operator (CAISO). As such, Altop Energy Trading LLC can potentially export electricity from these markets to the Mexican wholesale market pursuant on DOE authorization.

II. PARTNERS

Altop Energy Trading LLC is not seeking authorization to export power on behalf of, or in conjunction with, any partners.

III. COMMUNICATIONS

Communications regarding this Application should be addressed to the following persons:

Gebre-Egziabher Gebre, Principal
440 Louisiane Street, Suite 575
Houston TX, 77002
713-258-0088

IV. JURISDICTION

Altop Energy Trading LLC believes that the DOE is the only state or federal agency that has jurisdiction over this application. ERCOT and CAISO have jurisdiction over the export of electric power to Mexico due to being both the Balancing Authorities and Reliability Coordinators with authority over the existing transmission facilities authorized for international electric transmission intended to be used by Altop Energy Trading LLC.

V. TECHNICAL DISCUSSION OF PROPOSAL

Altop Energy Trading LLC seeks blanket authority to transmit electric power across international transmission facilities into Mexico as a power marketer for a term of five years.

The electric power will either be purchased from the bordering wholesale markets of ERCOT or CAISO, or a variety of third parties such as power marketers, independent power producers, electric utilities, or federal power marketing entities. This energy would be purchased with voluntary agreements and thus be surplus to the requirements of the selling entities and the overall electrical system and its export will not impair the reliability of the grid.

Altop Energy Trading LLC intends to wheel this electricity to the border using existing third-party transmission facilities. Exhibit C to the Application provides the present owner, location, voltage, and presidential permit number of all cross-border transmission facilities currently in operation.

At the border, the electric power will be exchanged with the Mexican wholesale market or counterparties with authorization to import electric power into the Mexican wholesale market.

VI. PROCEDURES

Altop Energy Trading LLC will ensure that all commercial arrangements and the required regulatory approvals to support the export of excess power from the U.S are completed and complied with. This includes:

- (a) Scheduling with the appropriate balancing authorities.
- (b) Following all relevant procedures and/or market structures, and coordination with all parties as required pursuant to the applicable market rules.
- (c) Compliance with the applicable reliability standards and guidelines of the North American Electric Reliability Corporation (NERC) and the applicable reliability coordinators.
- (d) Following the existing export limitations and other terms and conditions contained in the existing Presidential Permits and Export Authorizations associated with the necessary transmission facilities.

VII. VERIFICATION, REQUIRED COPIES AND FEE

The verification executed by the authorized representative of Altop Energy Trading LLC in accordance with 10 C.F.R. § 205.302(h) is enclosed with the Application. In accordance with 10 C.F.R. § 205.307, an original of the Application and two additional copies are being provided to the Department. A check in the amount of \$500.00 payable to the Treasurer of the United States has been submitted through Pay.gov on 12/27/2023. A copy of the receipt is attached as Exhibit E.

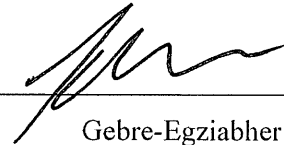
VIII. REQUIRED EXHIBITS AND ATTACHMENTS

The following information is provided pursuant with 10 C.F.R. § 205.303:

Attachment I	Verification
Exhibit A	Transmission Agreements
Exhibit B	Opinion of Counsel & Compliance Certificate
Exhibit C	International Transmission Facilities (Submitted in lieu of maps)
Exhibit D	Designation of Agent and Power of Attorney (Not Applicable)
Exhibit E	Statement of Any Corporate Relationship or Existing Contract (Not Applicable)
Exhibit F	Operating Procedures (Not Applicable)
Exhibit G	Market Based Rate Authority
Exhibit H	Receipt of \$500 fee Payment from Pay.gov

ATTACHMENT I: VERIFICATION

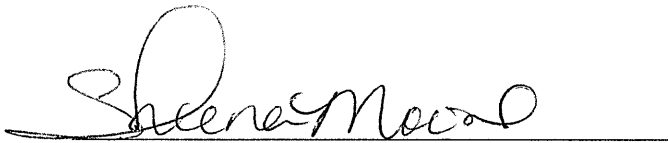
I, **Gebre-Egziabher Gebre**, being authorized to execute this verification and having knowledge of the matters set forth in this application of Altop Energy Trading LLC, heavy verifies that the contents thereof are true and correct to the best of my knowledge and belief.



Gebre-Egziabher Gebre

Principal

12/27/2023



[NAME OF NOTARY PUBLIC]

Notary Public, [JURISTITION OF NOTARY PUBLIC] *Harris County, Texas*

My Commission Expires: *06/14/2024*

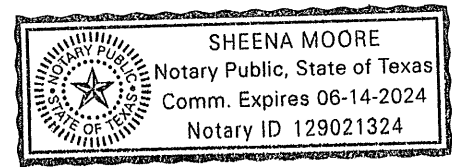


EXHIBIT A: TRANSMISSION AGREEMENTS

Altop Energy Trading LLC has not entered into any transmission agreements currently.



December 26, 2023

U.S. Department of Energy
Grid Deployment Office
1000 Independence Ave. SW
Washington DC 20585

Re: Altop Energy Trading LLC Authorization to Transmit Electric Energy to Mexico, Docket No. EA-

Ladies and Gentlemen:

We have acted as special Delaware counsel to Altop Energy Trading LLC, a Delaware limited liability company (the "Company"), solely for the purpose of delivering this opinion letter, which is being delivered to you pursuant to 10 C.F.R. §§ 205.303(b) in connection with the Application of the Company for Authorization to Transmit Electric Energy to Mexico (the "Application"). Capitalized terms used but not otherwise defined in this letter have the meanings assigned thereto in the Operating Agreement of the Company, effective as of January 10, 2020 (the "LLC Agreement"), executed by Altop Energy Investments LP, as the Member, and Altop Energy General Partner LP, as the Manager, except that reference in this letter to any document shall mean such document as in effect on the date hereof.

For purposes of this letter, our review of documents has been limited to the review of originals or copies furnished to us of the following documents:

- (a) the Certificate of Formation of the Company, as filed with the Office of the Secretary of State of the State of Delaware (the "Secretary of State") on January 10, 2020 (the "Certificate of Formation");
- (b) the LLC Agreement;
- (c) the Application; and

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Mailing Address P.O. Box 2306 | Wilmington, DE 19899-2306 www.morrisjames.com



U.S. Department of Energy
Grid Deployment Office
December 26, 2023
Page 2

- (d) one or more certificates of the Company or the Manager, dated on or about the date hereof (collectively, the “Fact Certificates”), certifying as to certain facts, matters and documents set forth therein.

For purposes of this letter, we have not reviewed any documents other than the documents referenced in paragraphs (a) through (d) above and certain written statements of governmental authorities and others referenced in this paragraph. In particular, we have not reviewed and express no opinion as to any other document that is referred to in or incorporated by reference into, but not attached to (as an exhibit, schedule, or otherwise), any of the documents reviewed by us. We have assumed that there exists no provision in any document that we have not reviewed that bears upon or is inconsistent with or contrary to the opinions in this letter. We have conducted no factual investigation of our own, and have relied solely upon the documents reviewed by us, the statements and information set forth in such documents, certain statements of governmental authorities and others, and the additional matters recited or assumed in this letter, all of which we assume to be true, complete, and accurate in all material respects. We have also assumed that the Company will receive the authorization from the U.S. Department of Energy prior to transmitting electric energy to Mexico.

Based upon and subject to the foregoing and subject to the assumptions, exceptions, qualifications, and limitations in this letter, it is our opinion that:

1. The Company has been duly formed and as a limited liability company under the laws of the State of Delaware.
2. The Company has all requisite limited liability company power and authority under the LLC Agreement and the Delaware Limited Liability Company Act, 6 *Del. C.* § 18-101 *et seq.* (the “Act”) to transmit electric energy from the United States to Mexico, as contemplated by the Application.
3. The Company has taken all requisite limited liability company action to cause each of Gebre-Egziabher Gebre and Raj Nagarsheth, as its officer or agent, to take all necessary steps to comply with applicable state and federal laws in connection with the actions to be taken under the Application.

The opinions in this letter are subject to the following assumptions, exceptions, qualifications, and limitations, in addition to those above:



U.S. Department of Energy
Grid Deployment Office
December 26, 2023
Page 3

A. The opinions in this letter are limited to the laws of the State of Delaware in effect on the date hereof (other than tax laws and securities laws, and rules, regulations, orders, and decisions relating thereto), and we have not considered and express no opinion on the effect of, concerning matters involving, or otherwise with respect to any other laws of any jurisdiction (including, without limitation, federal laws of the United States of America, or the laws of California or Texas).

B. We have assumed: (i) except as stated in numbered paragraph 1 above, the due incorporation or due formation, as the case may be, due organization, and valid existence in good standing under the laws of all relevant jurisdictions of each of the parties and each of the signatories (other than natural persons) to each of the documents reviewed by us, and that none of such parties or signatories has dissolved; (ii) the due authorization, execution, and delivery (and, as applicable, filing) of each of such documents by each of the parties thereto and each of the signatories thereto (including, without limitation, the execution of the Certificate of Formation by an "authorized person" within the meaning of the Act); (iii) except as stated in numbered paragraph 2 above, that each of such parties and signatories had and has the power and authority to execute, deliver, and perform (and, as applicable, file) each of such documents; (iv) that each document reviewed by us constitutes a valid and binding obligation of the parties thereto, and is enforceable against the parties thereto, in accordance with its terms, and (v) the legal capacity of all relevant natural persons.

C. We have assumed that: (i) all signatures on all documents reviewed by us are genuine; (ii) all documents furnished to us as originals are authentic; (iii) all documents furnished to us as copies or specimens conform to the originals thereof; (iv) each of the documents furnished to us in final draft or final or execution form conforms to the final, executed originals of such documents; and (v) each document reviewed by us constitutes the entire agreement among the parties thereto with respect to the subject matter thereof. Without limiting the generality of the foregoing, we have assumed that the LLC Agreement constitutes the entire limited liability company agreement (as defined in Section 18-101(7) of the Act) of the Company as in effect on the date hereof, that at least one person was admitted to the Company as a member at the time of filing of the Certificate of Formation.

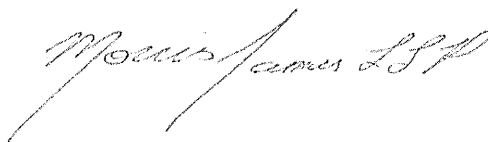
This opinion letter may not, without our prior written consent, be disclosed to or relied upon by any person other than the Addressee apart from: (a) such disclosure as may be required by applicable law or regulation binding on the Addressee or court order or in connection with any judicial proceedings, or pursuant to the rules and regulations of any supervisory or regulatory body with binding authority on any Addressee; or (b) any professional adviser, auditor, insurer, reinsurer, (re)insurance broker, credit risk protection provider or affiliate of an Addressee; and any

Morris James_{LLP}

U.S. Department of Energy
Grid Deployment Office
December 26, 2023
Page 4

such disclosure to the parties referred to in paragraphs (a) or (b) above is subject to the condition that they may not rely upon this opinion letter. There are no implied opinions in this letter. This letter speaks only as of the date hereof, and we assume no obligation to advise you of any changes in the foregoing subsequent to the delivery of this letter.

Very truly yours,

A handwritten signature in cursive script that reads "Morris James LLP". The signature is written in dark ink and is positioned below the "Very truly yours," text.

SSF

EXHIBIT C: INTERNATIONAL TRANSMISSION FACILITIES

Owner	Location	Voltage	Presidential Permit No. ⁷
Comisión Federal de Electricidad	Falcon Dam, TX	138 KV	N/A
	Redford, TX	7.2 KV	PP-51
	Presidio, TX	13.8 KV	PP-03
Baja California Power, Inc.	Imperial Valley, CA	230 KV	PP-234
Generadora del Desierto – WAPA	San Luis, AZ	230 KV	PP-304*
AEP Texas Inc.	Brownsville, TX	138 KV	PP-425
		69 KV	PP-425
	Laredo, TX	138 KV	PP-423
		230 KV	PP-423
	Eagle Pass, TX	138 KV	PP-424
El Paso Electric Company	Diablo, NM	115 KV	PP-92
	Ascarate, TX	115 KV	PP-48
San Diego Gas & Electric	Miguel, CA	230 KV	PP-68
	Imperial Valley, CA	230 KV	PP-79
Sharyland Utilities	McAllen, TX	138 KV	PP-285
Nogales Transmission	Nogales, AZ	230 KV	PP-420*

*These transmission facilities have been authorized but are not yet constructed or operational.

EXHIBIT D: DESIGNATION OF AGENT AND POWER OF ATTORNEY

Not Applicable.

EXHIBIT E: STATEMENT OF ANY CORPORATE RELATIONSHIP OR EXISTING CONTRACT

Not Applicable.

EXHIBIT F: OPERATING PROCEDURES

Not Applicable.

FEDERAL ENERGY REGULATORY COMMISSION
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:
Altop Energy Trading LLC
Docket No. ER22-434-000

Issued: March 1, 2022

Raj Nagarsheth
Altop Energy Trading LLC
440 Louisiana Street
Suite 710
Houston, Texas 77002

Reference: Market-Based Rate Authorization

On November 19, 2021, as amended on November 24, 2021, January 4, 2022, and January 6, 2022, you filed on behalf of Altop Energy Trading LLC (Applicant) an application for market-based rate authority with an accompanying tariff. The proposed market-based rate tariff provides for the sale of energy, capacity, and ancillary services at market-based rates.¹ You request on behalf of Applicant waivers commonly granted to similar market-based rate applicants. Applicant's market-based rate tariff is accepted for filing, effective January 19, 2022.² Based on your representations, Applicant meets the

¹ Applicant requests authorization to sell ancillary services in all of the regional transmission organization or independent system operator markets for which the Commission has approved sales of specific ancillary services. Applicant also requests authorization to engage in the sale of certain ancillary services as a third-party provider in other markets.

² Altop Energy Trading LLC, FERC Market-Based Rate Tariff; FERC - MBR Tariff, MBR Tariff (0.0.0). The next time Applicant makes a market-based rate filing with the Commission, it must include a revised tariff in compliance with Order Nos. 697 and 697-A to include appropriate citations. *See Market-Based Rates for Wholesale Sales of Elec. Energy, Capacity & Ancillary Servs. by Pub. Utils.*, Order No. 697, 119 FERC ¶ 61,295, at P 916 (2007), *order on reh'g*, Order No. 697-A, 123 FERC ¶ 61,055, at P 384 (2008). *See also Niagara Mohawk Power Corporation*, 121 FERC ¶ 61,275 (2007) at P 8.

criteria for a Category 1 seller in all regions and is so designated.³

Your filings were noticed on November 19, 2021, November 26, 2021, and January 7, 2022, with comments, protests, or interventions due on or before January 20, 2022. None was filed.

Market-Based Rate Authorization

The Commission allows power sales at market-based rates if the seller and its affiliates do not have, or have adequately mitigated, horizontal and vertical market power.⁴

You represent that Applicant is owned by Altop Energy Investments LP and is a power marketer. You represent that Applicant and its affiliates do not own or control any generation capacity. Based on your representations, Applicant satisfies the Commission's requirements for market-based rate authority regarding horizontal market power.⁵

With respect to vertical market power, you represent that Applicant and its affiliates either do not own, operate, or control any transmission facilities; or own, operate, or control transmission facilities that: (a) have a Commission-approved Open Access Transmission Tariff (OATT) on file; (b) are under the operational control of a regional transmission organization or an independent system operator; (c) have received waiver of the OATT requirement under 18 C.F.R. § 35.28(d)(1); or (d) satisfy the requirements for a blanket waiver under 18 C.F.R. § 35.28(d)(2).⁶ Further, you

³ See *Refinements to Policies and Procedures for Market-Based Rates for Wholesale Sales of Elec. Energy, Capacity & Ancillary Servs. by Pub. Utils.*, Order No. 816, 153 FERC ¶ 61,065, at P 320 (2015). Order No. 697, 119 FERC ¶ 61,295 at PP 848-850.

⁴ Order No. 697, 119 FERC ¶ 61,295 at PP 62, 399, 408, 440.

⁵ We note that Applicant is not being granted authority to make third-party sales of operating reserves to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers. If Applicant seeks such authority, it must make the required showing and receive Commission authorization prior to making such sales. See *Third-Party Provision of Ancillary Servs.; Accounting and Financial Reporting for New Elec. Storage Technologies*, Order No. 784, 144 FERC ¶ 61,056, at PP 200-202 (2013), *order on clarification*, Order No. 784-A, 146 FERC ¶ 61,114 (2014).

⁶ See *Open Access and Priority Rights on Interconnection Customer's*

affirmatively state that Applicant and its affiliates have not erected barriers to entry and will not erect barriers to entry into the relevant market. Based on your representations, Applicant satisfies the Commission's requirements for market-based rate authority regarding vertical market power.

Waivers, Authorizations, and Reporting Requirements

Applicant's request for waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16 is granted. Applicant's request for waiver of Part 41 and Part 141 of the Commission's regulations concerning accounting and reporting requirements is granted with the exception of 18 C.F.R. § 141.15.⁷ Applicant's request for waiver of Part 101 of the Commission's regulations is hereby granted, with the exception that waiver of the provisions of Part 101 that apply to hydropower licensees is not granted with respect to licensed hydropower projects.⁸ Notwithstanding the waiver of the accounting and reporting requirements here, Applicant is expected to keep its accounting records in accordance with generally accepted accounting principles.

Applicant requests blanket authorization under Part 34 of the Commission's regulations for all future issuances of securities and assumptions of liability. A separate notice was published in the Federal Register establishing a period during which protests could be filed. None was filed. Applicant is authorized to issue securities and assume obligations or liabilities as guarantor, indorser, surety, or otherwise in respect of any security of another person; provided that such issue or assumption is for some lawful object within the corporate purposes of Applicant, compatible with the public interest,

Interconnection Facilities, Order No. 807, 150 FERC ¶ 61,211, *order on reh'g*, Order No. 807-A, 153 FERC ¶ 61,047 (2015).

⁷ See Order No. 697, 119 FERC ¶ 61,295 at PP 984-985.

⁸ Hydropower licensees are required to comply with the requirements of the Uniform System of Accounts pursuant to 18 C.F.R. Part 101 to the extent necessary to carry out their responsibilities under Part I of the Federal Power Act (FPA). We further note that a licensee's status as a market-based rate seller under Part II of the FPA does not exempt it from its accounting responsibilities as a licensee under Part I of the FPA. See Order No. 816, 153 FERC ¶ 61,065 at PP 345-350; *Seneca Gen., LLC*, 145 FERC ¶ 61,096, at P 23, n.20 (2013) (citing *Trafalgar Power, Inc.*, 87 FERC ¶ 61,207, at 61,798 (1999) (noting that "all licensees are required to comply with the requirements of the Uniform System of Accounts to the extent necessary to carry out their responsibilities under [s]ections 4(b), 10(d) and 14 of the FPA")).

and reasonably necessary or appropriate for such purposes.⁹

Applicant must file Electric Quarterly Reports (EQRs) with the Commission, consistent with Order Nos. 2001¹⁰ and 768.¹¹ Applicant must file EQRs electronically with the Commission consistent with the procedures set forth in Order No. 770.¹² Applicant further must timely report to the Commission any change in status that would reflect a departure from the characteristics the Commission relied upon in granting market-based rate authority.¹³

This action does not constitute approval of any service, rate, charge, classification, or any rule, regulation, or practice affecting such rate or service provided for in the filed documents; nor shall such action be deemed as recognition of any claimed contractual right or obligation affecting or relating to such service or rate; and such acceptance is without prejudice to any findings or orders which have been or may hereafter be made by the Commission in any proceeding now pending or hereafter instituted by or against any of the applicant(s).

This action is taken pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307. This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30

⁹ See Order No. 697, 119 FERC ¶ 61,295 at PP 999-1000.

¹⁰ *Revised Pub. Util. Filing Requirements*, Order No. 2001, 99 FERC ¶ 61,107, *reh'g denied*, Order No. 2001-A, 100 FERC ¶ 61,074, *reh'g denied*, Order No. 2001-B, 100 FERC ¶ 61,342, *order directing filing*, Order No. 2001-C, 101 FERC ¶ 61,314 (2002), *order directing filing*, Order No. 2001-D, 102 FERC ¶ 61,334, *order refining filing requirements*, Order No. 2001-E, 105 FERC ¶ 61,352 (2003), *order on clarification*, Order No. 2001-F, 106 FERC ¶ 61,060 (2004), *order revising filing requirements*, Order No. 2001-G, 120 FERC ¶ 61,270, *order on reh'g and clarification*, Order No. 2001-H, 121 FERC ¶ 61,289 (2007), *order revising filing requirements*, Order No. 2001-I, 125 FERC ¶ 61,103 (2008).

¹¹ *Elec. Mkt. Transparency Provisions of Section 220 of the Fed. Power Act*, Order No. 768, 140 FERC ¶ 61,232 (2012), *order on reh'g*, Order No. 768-A, 143 FERC ¶ 61,054 (2013).

¹² See *Revisions to Elec. Quarterly Report Filing Process*, Order No. 770, 141 FERC ¶ 61,120, at P 3 (2012) (citing Order No. 2001, 99 FERC ¶ 61,107 at P 31).

¹³ 18 C.F.R. § 35.42 (2021); see also *Reporting Requirement for Changes in Status for Pub. Utils. with Market-Based Rate Auth.*, Order No. 652, 110 FERC ¶ 61,097, *order on reh'g*, Order No. 652-A, 111 FERC ¶ 61,413 (2005).

EXHIBIT G: MARKET BASED RATE TARIFF

Docket No. ER22-434-000

- 5 -

days of the date of issuance of this order, pursuant to 18 C.F.R § 385.713.

Issued by: Steven T. Wellner, Director, Division of Electric Power Regulation - West

EXHIBIT H: RECIEPT OF PAYMENT OF FEE

Gebre Gebre

From: notification@pay.gov
Sent: Wednesday, December 27, 2023 2:31 PM
To: Gebre Gebre
Subject: Pay.gov Payment Confirmation: DOE General Collections Form



An official email of the United States government



Your payment has been submitted to Pay.gov and the details are below. If you have any questions regarding this payment, please contact Carol Fuster at (301) 903-0534 or carol.fuster@hq.doe.gov.

Application Name: DOE General Collections Form

Pay.gov Tracking ID: 27AG26JK

Agency Tracking ID: 76588178426

Transaction Type: Sale

Transaction Date: 12/27/2023 03:31:07 PM EST

Account Holder Name: Gebre-Egziabher Gebre

Transaction Amount: \$500.00

Card Type: MasterCard

Card Number: *****5381

Payment Type : Other

Bill Number:

PO Number :

WFO Number:

Other : Payment for AUTHORIZATION TO TRANSMIT ELECTRIC ENERGY TO MEXICO Application

Comments:

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