

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of the Application of Confluence)
Rivers Utility Operating Company, Inc., for)
Authority to Issue Long-Term Debt and to Secure)
Same with a Lien on its Property) **File No. WF-2023-0023**

NOTICE REGARDING FINANCING

COMES NOW Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers”) and respectfully states to the Missouri Public Service Commission (“Commission”) as follows:

1. On December 14, 2022, the Commission issued its *Order Correcting Order Granting Financing Application* that corrected certain language for the financing authority the Commission granted Confluence Rivers on November 9, 2022. Ordered paragraph 2 stated “ All other aspects of the Commission’s November 9, 2022, Order Granting Financing Application remain unchanged.”

2. The authority granted by the Commission’s November 9, 2022 *Order Granting Financing Application* included the following filing requirements:

4. Confluence shall file with the Commission within thirty (30) days of issuance of any financing authorized pursuant to this order, a report including the amount of indebtedness issued, date of issuance, interest rate (initial rate if variable), maturity date, redemption schedules or special terms, if any, use of proceeds, estimated expenses, and loan or indenture agreement concerning each issuance. Confluence shall also provide the analysis, to include but not be limited to indicative pricing information provided by investment banks, it performed to determine that the terms for the debt it decided to issue were the most reasonable at the time.

...

6. Confluence shall file with the Commission any information concerning communication with credit rating agencies concerning any such issuance if there is any[.]

3. On December 21, 2022, Confluence Rivers closed on the financing that is the subject of this case and CoBank funded the same. Pursuant to the authority granted by the Commission's *Order Granting Financing Application*, Confluence Rivers issued a promissory note to CoBank in the amount of \$7,000,000, and further executed a Credit Agreement associated therewith. Proceeds from the Confluence Rivers note will be used to refinance existing debt, and for other corporate purposes.

4. The Term Sheets for the issuances are shown in Appendix A-C attached with this filing. The promissory note is attached as Appendix B-C. The Credit Agreement is attached as Appendix C-C. Appendices A-C, B-C and C-C have been identified as Confidential in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)(4) and (6), as they contain market specific information and information representing strategies employed in contract negotiations.

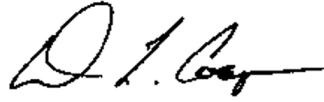
5. Pursuant to the Commission's *Order Granting Financing Application*, Confluence Rivers states that there were no communications with credit rating agencies concerning credit ratings for these financings.

6. In order to determine that the terms for the debt it decided to issue were the most reasonable at the time, Confluence Rivers, over the course of 2021 and 2022, had conversations with commercial lenders and investigated various governmental financing avenues. Only CoBank was willing to provide financing to Confluence Rivers. Confluence Rivers found the rate and terms offered by CoBank to be reasonable in regard to general market conditions. Therefore, the financing closed on December 21, 2022 was determined to be the most reasonable at the time.

WHEREFORE, Confluence Rivers respectfully requests that the Commission find this

pleading to comply with the Commission's *Order Granting Financing Application*.

Respectfully submitted,



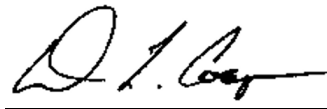
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**ATTORNEYS FOR CONFLUENCE RIVERS
UTILITY OPERATING COMPANY, INC.**

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been sent by electronic mail this 19th day of January 2023 to all counsel of record.



**APPENDIX A-C,
APPENDIX B-C AND
APPENDIX C-C**

HAVE BEEN
IDENTIFIED AS

CONFIDENTIAL

IN THEIR ENTIRETY