

3. Empire entered into two purchase and sale agreements with Tenaska Missouri Matrix Wind Holdings, LLC ("Tenaska") and Steelhead Missouri Matrix Wind Holdings, LLC. Pursuant to these purchase and sale agreements, Empire will acquire an ownership interest, through tax equity financing, in two holding companies formed by Tenaska and Steelhead Missouri Matrix Wind Holdings, LLC. Each holding company will own, through a project company, Kings Point and North Fork Ridge.

4. As to the Neosho Ridge project, the Interim Generator Interconnection Agreement has been received and the Neosho Ridge Joint Venture has notified SPP within the prescribed 5 day period, confirming the project's intention to execute the IGIA, financing (to include tax equity) is substantially complete, all permits have been received, and construction is proceeding on schedule.

5. As to the Kings Point and North Fork Ridge projects, the Interim Generator Interconnection Agreement has been received and will be executed and returned to the Southwest Power Pool by November 8, 2019, financing commitments (to include tax equity) are known, and all permitting activities are complete, except for the U.S. Army Corp of Engineers Section 404 permit for wetlands.

6. The Section 404 permit for Kings Point and North Fork Ridge is expected by the end of the calendar year. However, because of this timing, on October 8, 2019, Tenaska exercised a contractual right to exit the projects. As of October 11, 2019, Liberty Utilities Co. ("LU Co."), an affiliate of Empire's, has exercised the right to step into Tenaska's shoes, and with Steelhead Missouri Matrix Wind Holdings, LLC, will complete development of the Kings Point and North Fork Ridge projects. On November 5, 2019, LU Co. closed on its acquisition of Tenaska's interests under the two purchase

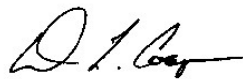
and sale agreements. All agreements related to the Kings Point and North Fork Ridge projects, as amended to substitute LU Co. as a seller, remain in place, to include fixed price aspects of the purchase price previously negotiated with Tenaska and the participation of Steelhead (the turbine supplier). Moreover, LU Co. has assumed the risk previously borne by Tenaska. It is believed that there will be no impact on the tax equity commitments, the December 31, 2020 project completion, and the projected January 4, 2021 closing on the Empire acquisition of the holding company.

7. Empire has met with the Staff of the Commission, the Office of the Public Counsel, and the attorney for the Midwest Energy Consumers Group to provide additional details concerning this matter.

8. If the Commission would like a briefing by the Company concerning the matters discussed herein, the Company will be happy to do so at an agenda meeting, or otherwise, as may be desired by the Commission.

WHEREFORE, Empire respectfully provides this *Notice Concerning Status and Change of Contract Party*.

Respectfully submitted,



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ATTORNEYS FOR THE EMPIRE DISTRICT
ELECTRIC COMPANY

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail, on November 5, 2019, to the following:

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