



Power Assets

Acquisition & Divestiture Summit

September 22-24, 2008 | New York, NY

September 22, 2008

9:00 – 5:00 *Pre-Summit Briefing*

RENEWABLE POWER ASSETS: AN INCREASINGLY HOT ASSET CLASS

September 23, 2008

7:30 - 8:30 **REGISTRATION AND CONTINENTAL BREAKFAST**

8:30 – 8:45 **WELCOME AND INTRODUCTION BY THE SUMMIT CHAIR**

Bernays T. Barclay, *Partner*, TORYS LLP

8:45 – 9:30 *Keynote Address:*

Doug Kimmelman, *Senior Partner*, ENERGY CAPITAL PARTNERS

9:30 – 10:15 **POWER ASSET A&D: A MARKET SURVEY**

To set the context for the Summit's discussions, this first session will survey the available information about the current power asset A&D market. The survey will review:

- Volume and velocity of deals in the market
- Players and participants involved
- Prices and terms emerging from the market
- Identifiable trends from market information

Presenter:

Edward Metz, *Group Director*, SNL ENERGY M&A REVIEW

10:15 – 10:45 Summit Networking Break

10:45 – 12:00 **CREDIT, THE CAPITAL MARKETS, AND DEAL FINANCING**

While the capital markets have undergone a period of wrenching turmoil, power asset deals have continued to be announced and financed. This session will explore the current financing trends and opportunities for power asset deals, the availability of debt in the capital markets, and the deal structures that are being adopted.

- How is the liquidity crunch affecting power asset transactions?
- What is the prognosis for the high-yield debt market? Will it return and when?
- What is the availability of debt in the capital markets for power asset transactions and what are the terms?
- What role are banks willing to play in response to the closing of the high-yield debt market?
- How will transactions need to be structured in the future to be successfully financed?
- What special issues do merchants face in raising capital?

Moderator:

Alison Lacy, *Partner*, TORYS LLP

Panelists:

Jay Beatty, *Managing Director*, NEW HARBOR, INC.

Mark Dennes, *Director and Head of Energy*, FORTIS

James M. Metcalfe, *Global Head of Power and Utilities*,
UBS INVESTMENT BANK

Edward Sondey, *Managing Director*, MERRILL LYNCH & CO.

Raymond W. Wood, *Managing Director Energy Group*, CREDIT SUISSE

12:00 – 1:30 *Summit Group Luncheon*

1:30 – 2:30 **STRATEGICS' PERSPECTIVES ON THE POWER ASSET A&D MARKET**

The changes in the credit markets have altered the relative competitive position of strategics in the power asset A&D market. This panel of regulated and non-regulated power producers will discuss how these changes are affecting their portfolio strategies and share their perspectives on the market outlook and the drivers for future A&D activity.

- How do strategics regard the current market?
- How are the conditions in the credit markets affecting their buying and selling strategies?

- How do they see prices for assets being affected?
- What criteria are they using in evaluating their portfolio strategies?
- What are the critical differences between regulated and non-regulated power producer buying or selling decision-making criteria?

Panelists:

John Bobenic, *President & Chief Executive Officer*, MAXIM POWER CORP

Doug Carter, *Vice President of Development*, INVENERGY

Frank W. Getman, *President*, BAYCORP HOLDINGS, LTD

Jeff Hunter, *Chief Financial Officer*, US POWERGEN

Stephen May, *Vice President, Business Development and Asset Acquisition*,

PPL DEVELOPMENT COMPANY, LLC

Michael H. Schwartz Ph.D., *Senior Vice President*, DUKE ENERGY

GENERATIONS SERVICES

2:30 – 3:30 **PRIVATE EQUITY AND HEDGE FUNDS’ PERSPECTIVES ON THE
POWER ASSET A&D MARKET**

This group of leading private equity and hedge fund representatives will share their unique perspectives on the financial markets and how market conditions are affecting the distinctive criteria they use when making buy/sell decisions.

- What asset characteristics are critical to P/E and hedge funds?
- How is the current credit environment affecting their positions in the power asset A&D market?
- What kinds of market valuations work under current credit market conditions?
- Where are market valuations headed?
- How are P/E and hedge funds buying and selling strategies being affected by the current credit market?
- What factors will most influence the level of power asset A&D activity in the coming year?

Panelists:

David Nanus, *Senior Vice President*, LS POWER EQUITY ADVISORS, LLC

Scott Pearl, *Director*, SENECA CAPITAL

Riaz Siddiqi, *Senior Managing Director, Power & Carbon*, DENHAM

CAPITAL MANAGEMENT LP

Mark Voccola, *Vice President*, ENERGY INVESTORS FUNDS (EIF)

3:30 – 4:00 *Summit Networking Break*

4:00 – 5:00 **INTERNATIONAL PLAYERS’ PERSPECTIVES ON THE U.S. MARKET**

An increasing number of international companies are looking for opportunities in the U.S. power market. This group of leading international players will discuss the market dynamics and investment strategies that are driving the inflow of foreign capital into the U.S.

- What opportunities do international companies see in the U.S. market?
- How does the U.S. market compliment their portfolio strategies?
- Are they interested in both M&A and asset purchases?
- What investment criteria drive their investment decisions?
- What financial advantages do they bring to the U.S. market?

Moderator:

Scott Kraag, *Partner*, TORYS LLP

Panelists:

Declan Flanagan, *Chief Executive Officer*, E.ON CLIMATE & RENEWABLES

Miguel Stilwell, *Director M&A*, ENERGIAS DE PORTUGAL

Richard Straebel, *Senior Vice-President*, MARUBENI POWER INTERNATIONAL, INC.

Dunia Wright, *Head of US and Europe*, INDUSTRY FUNDS MANAGEMENT (US), LLC

5:00 – 6:30 *Summit Reception*

September 24, 2008

9:00 – 9:15 **WELCOME AND INTRODUCTION BY THE SUMMIT CHAIR**

Bernays T. Barclay, *Partner*, TORYS LLP

9:45 – 11:00 **IMPACT OF CARBON REGULATION ON VALUATION**

The industry has been in an awkward spot with respect to transactions with high and low carbon intensity. There have been tremendous cash windfalls for coal units, with transactions often not able to properly track that cash on a valuation-multiple. Similarly, valuations for medium and low carbon plants point at increasing certainty for a carbon regime.

- What are the bookends in the current marketplace for »»valuing coal, gas, and renewable assets?
- Where do the valuation arbitrage opportunities lie?»»

- Windfalls and Pitfalls in the renewable space – »another revenge of the nerds coming up for tax equity holders and other investors.

Presenter:

Olaf Karstens, *Partner*, THORNDIKE LANDING

11:00 – 11:30 *Summit Networking Break*

11:30 – 12:30 **HEDGING MERCHANT TRANSACTIONS**

This panel of traders will discuss the opportunities to for hedging merchant deals through commodity transactions: fuel supply and power offtake.

- What options are available for hedging commodity risks?
- What options are available for hedging power offtake risks?
- How are these options best combined to hedge merchant deals?

Panelists:

Alfredo Cahuas, *Chief Financial Officer*, NATURENER

W. David Duran, *Managing Director, Head of Origination & Marketing*,
FORTIS

Charles Costenbader, *Sr. Manger of Hedging*, MACQUARIE
COOK POWER, INC.

Timothy J. Sullivan, Jr., *Managing Director*, DEUTSCHE BANK ENERGY