

July 1, 2013

Ms. Donna Giliberto, Records Access Officer
New York State Department of Public Service
Three Empire State Plaza
Albany, New York 12223

RE: Case 11-M-0294 2012 Annual Report for Lightly Regulated Gas, Electric and Steam
Companies - Request for Confidentiality

Dear Ms. Giliberto:

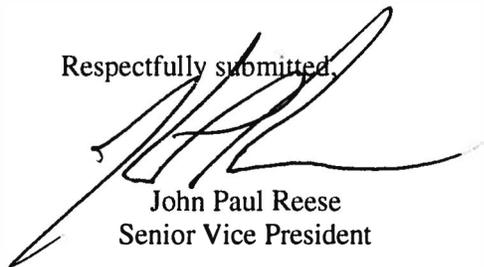
Astoria Generating Company Holdings, LLC ("USPG") is providing herewith unredacted and redacted electronic copies of its Annual Report for Lightly Regulated Gas, Electric and Steam Companies for the year ended December 31, 2012 as required to be filed with the New York State Public Service Commission (the "Commission"). USPG requests that certain information contained in the filings and appearing as redacted language be exempt from public disclosure pursuant to N.Y. Public Officers Law §§ 86(5) and 87(2)(d).

The redacted portion of information contained in USPG's filing identified above includes detailed financial and operational information regarding its electric generating facilities in the highly competitive "In-City" electricity market. The annual report thus contains both "critical infrastructure information" within the meaning of N.Y. Public Officers Law § 86(5), i.e., "systems, assets, places or things, whether physical or virtual, so vital to the state that the disruption, incapacitation, or destruction of such systems, assets, places, or things could jeopardize the health, safety, welfare or security of the state, its residents or the economy," as well as trade secrets and commercially sensitive business information, the disclosure of which would provide USPG's competitors with unfair economic or competitive advantage. See N.Y. Public Officers Law § 87(2)(d); 16 N.Y.C.R.R. § 6-1.3(b).

The public disclosure of redacted information in USPG's filing identified above, including to USPG's competitors, would unduly prejudice USPG, and could risk the integrity of critical infrastructure. Therefore, pursuant to N.Y. Public Officers Law § 87(2)(d) and the Commission's regulations at 16 N.Y.C.R.R. §§ 6-1.3 and 6-1.3(c)(5), USPG respectfully requests that the redacted information in the above filing be treated by the Department of Public Service as confidential and thus protected from public disclosure, including to USPG's competitors, and be provided only to directly interested members of the Commission and DPS Staff, and not otherwise be publicly disclosed or made available for public review.

Thank you for your consideration of this request.

Respectfully submitted,



John Paul Reese
Senior Vice President

Enclosure