

**From:** [March, John \(RR Energy Systems\)](#)  
**To:** [Scott Dieball](#)  
**Cc:** [Jeff Canon](#); [Joaquin Mavares](#); [Miley, Clint A \(RR Energy Systems\)](#)  
**Subject:** RE: GDF Service Agreement  
**Date:** Wednesday, April 07, 2010 1:30:42 PM

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Hello Scott,

Thank you for the service agreement. I left you a voice mail today requesting some information.

We are sending a letter tonight to GDF to introduce you as the buyer of the equipment. However, we would like to include the ProEnergy primary contact person in our letter, so appreciate if you can provide today. If you would also like to include a short paragraph about ProEnergy's background, we can include this in the introduction.

After the introduction tonight, the intent would be for you to call GDF tomorrow to set up your meetings. If you wish to have personal introductions, this can be arranged.

One point of clarification I want to make you aware is that GDF expect to be paid in Euros and the negotiated price is 57 million Euros, where we converted the Euros at \$1.334 to arrive at the price of \$76 million. This should not be an issue as this is the current exchange rate.

Thanks.

John March

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**From:** Scott Dieball [mailto:sdieball@proenergyservices.com]  
**Sent:** Wednesday, April 07, 2010 11:03 AM  
**To:** Miley, Clint A (RR Energy Systems)  
**Cc:** March, John (RR Energy Systems); Jeff Canon; Joaquin Mavares  
**Subject:** RE: GDF Service Agreement

Clint,

Attached is the agreement now signed by ProEnergy.

A PDF signed copy of the agreement is fine by us.

Either an email or letter will suffice in RR expressing that it will support ProEnergy in converting the units to 60 Hz.

Now that the agreement is signed, plz let us know what the next steps should be in finalizing a purchase and sale agreement with GDF Suez.

Thanks,

Scott Dieball  
*Vice President, Business Operations*  
**ProEnergy Services**  
616 FM 1960 West, Suite 750  
Houston, Texas 77090  
**281-580-2111 direct**

281-580-1112 fax  
832-212-1645 cell  
660-829-5100 office

<http://www.proenergyservices.com>

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**From:** Miley, Clint A (RR Energy Systems) [<mailto:clint.miley@rolls-royce.com>]

**Sent:** Wednesday, April 07, 2010 7:25 AM

**To:** Scott Dieball

**Subject:** RE: GDF Service Agreement

Scott,

Just to clarify and make sure that you receive the proper documentation. Could you please advise what you will require as confirmation of our support of the 50-60 Hz conversion? That way we can get it right the first time.

Thanks,

Clint Miley

Market Manager – Power Generation

Rolls-Royce Energy

Office Phone: 740-393-8981

Cell Phone: 740-263-9966

Email: [clint.miley@rolls-royce.com](mailto:clint.miley@rolls-royce.com)

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**From:** Miley, Clint A (RR Energy Systems)

**Sent:** Tuesday, April 06, 2010 5:27 PM

**To:** 'sdieball@proenergyservices.com'

**Cc:** March, John (RR Energy Systems)

**Subject:** GDF Service Agreement

Scott,

Here is the amended service agreement, with the reference to the 50-60 Hz conversion removed. As I stated in your voicemail we will send you a letter tomorrow regarding Rolls-Royce supporting ProEnergy's efforts during the 50-60 Hz conversion.

Also, please advise if you will require an original of the service agreement or if the .pdf will suffice.

Thanks,

Clint Miley

Market Manager – Power Generation

Rolls-Royce Energy

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Email: [clint.miley@rolls-royce.com](mailto:clint.miley@rolls-royce.com)

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