

**BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION
NASHVILLE, TENNESSEE**

May 29, 2024

IN RE:)	
)	
JOINT REQUEST OF CHATTANOOGA)	
GAS COMPANY AND VOLKSWAGEN)	Docket No. 14-00118
GROUP OF AMERICA CHATTANOOGA)	
OPERATIONS, LLC FOR APPROVAL OF)	
SPECIAL CONTRACT)	

**JOINT NOTICE OF CHATTANOOGA GAS COMPANY AND
VOLKSWAGEN GROUP OF AMERICA, INC. REGARDING CONSOLIDATION OF
CHATTANOOGA OPERATIONS**

Chattanooga Gas Company ("CGC") and Volkswagen Group of America, Inc. provide this joint notice to advise the Commission of information concerning the corporate organization of Volkswagen's Chattanooga operations.

Volkswagen Group of America, Inc. is the entity that is responsible for all of Volkswagen AG's operations in the United States. Volkswagen Group of America, Inc. established Volkswagen Group of America Chattanooga Operations LLC ("Volkswagen Chattanooga Operations LLC") as a wholly-owned, single-member, member-managed Tennessee limited liability company when it began operations in Chattanooga in 2010. The Commission approved in this Docket a special contract (the "2014 Special Contract") with the limited liability company that has supported the growth and expansion of the Chattanooga Volkswagen operations.

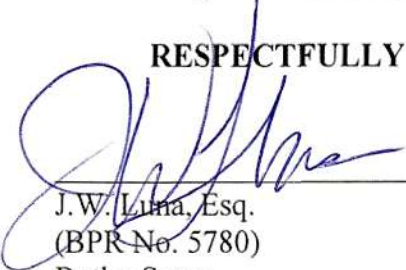
Effective January 1, 2024, Volkswagen Chattanooga Operations LLC, the single-member operations LLC wholly owned by Volkswagen Group of America, Inc., was merged into its parent company. The merger of Volkswagen Chattanooga Operations LLC into its parent reinforces Volkswagen's commitment to its Chattanooga operations and has been undertaken to

strengthen and streamline the Volkswagen organization in the North American region as Volkswagen pursues further growth.

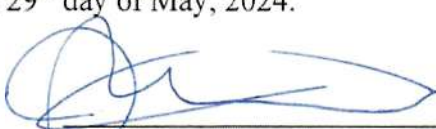
The merger of Volkswagen Chattanooga Operations LLC into its parent corporation resulted in no change in Volkswagen's Chattanooga operations. Pursuant to paragraph 23 of the 2014 Special Contract, that Contract became binding upon Volkswagen Group of America, Inc. as of the date of the merger. Volkswagen Group of America, Inc. will continue to abide by all terms of the 2014 Special Contract.

Volkswagen Group of America, Inc. and Volkswagen Chattanooga Operations LLC provided notice to CGC of the merger, and CGC acknowledged and expressed its consent to the succession of Volkswagen Group of America as the Customer under the 2014 Special Contract, in accordance with the terms of the 2014 Special Contract. A copy of the notice and acknowledgment is attached as Exhibit A.

RESPECTFULLY SUBMITTED this 29th day of May, 2024.



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EXHIBIT A
VOLKSWAGEN
GROUP OF AMERICA

December 31, 2023

Mr. Paul Leath
Director of Regional Operations
Chattanooga Gas Company
2207 Olan Mills Drive
Chattanooga, TN 37421

Re: Merger of Volkswagen Group of America Chattanooga Operations, LLC Into
Parent Volkswagen Group of America, Inc.

Dear Paul:

Effective January 1, 2024, Volkswagen Group of America Chattanooga Operations, LLC will be merged into its parent company and sole member, Volkswagen Group of America, Inc. ("VWGoA"). VWGoA established Volkswagen Group of America Chattanooga Operations LLC ("Volkswagen Chattanooga Operations LLC") as a single-member, member-managed Tennessee limited liability corporation when it began operations in 2010. The Volkswagen Group is committed to growth in North America, and the Chattanooga factory is key to our future success. We recently initiated an effort to strengthen and streamline our organization in the North American region to become a more nimble organization that can react quickly to market dynamics. This merger is a major piece of our growth initiative.

Volkswagen is proud and honored about the trustful relationship we have established with all of our stakeholders in Tennessee, including Chattanooga Gas. With the merger, we will continue to build on our strong footprint and commitment to the State of Tennessee, Hamilton County, and the City of Chattanooga more than ever.

There will be no change in Volkswagen's Chattanooga operations following the merger into VWGoA of Volkswagen Chattanooga Operations, LLC. Pursuant to paragraph 23 of the Negotiated Contract, the Negotiated Contract will be automatically binding upon VWGoA following the merger. Although it is not an assignment to a third party, we request acknowledgement of and consent to the change of the Customer under the Negotiated Contract to Volkswagen Group of America, Inc., the parent and sole member of Volkswagen Group of America Chattanooga Operations, LLC. The current projected date for the merger is January 1, 2024.

For convenience, we have provided an acknowledgment below for Chattanooga Gas Co. and have enclosed an additional copy of this letter for you to return to my attention once executed.

VOLKSWAGEN

GROUP OF AMERICA

I appreciate your cooperation in this matter and look forward to our continued partnership.

Sincerely,

Ian K. Leavy
Assistant General Counsel
ian.leavy@vw.com
423-582-5147

Acknowledgment of and consent to the substitution of Volkswagen Group of America, Inc. as Customer under the Negotiated Contract with Chattanooga Gas Company dated October 21, 2014, following merger into Volkswagen Group of America, Inc. of its wholly-owned, single-member LLC subsidiary, Volkswagen Group of America Chattanooga Operations, LLC.

By: Paul C. Leath

Title: Region Director

For Chattanooga Gas Company

Volkswagen Group of America
Chattanooga Operations, LLC
8001 Volkswagen Drive
Chattanooga, TN 37416