

Appendix 6.2.TDI-NE.6

**NECPL – Notice of VELCO Easement Option Agreement
(July 14, 2017)**

Exhibit B

Notice of Easement Option Agreement

This Notice of Easement Option Agreement is made as of the 14th day of July, 2017. Notice is hereby given of an Easement Option Agreement (the "Agreement") dated July 14, 2017, by and between Vermont Electric Power Company, Inc. ("Grantor"), and Champlain VT, LLC, a Delaware limited liability company, its successors and assigns ("Grantee").

1. The names and addresses of the parties to the Agreement are as follows:

Grantor: Vermont Electric Power Company, Inc.
366 Pinnacle Ridge Rd
Rutland, VT 05701

Grantee: Champlain VT, LLC
P.O. Box 155
Charlotte, VT 05445

2. The date of the Agreement is as set forth above.

3. Grantor has granted Grantee an option to obtain easements over, above, across, through and under certain real property owned by Grantor and located at Ludlow, Vermont, which is a portion of the real property described in the deed attached as Attachment 1 hereto.

4. The term for the exercise of the option is four years from the date hereof. If the option is executed, the easements shall be recorded in the land records.

5. A copy of the Agreement is on file with Grantor and Grantee.

[Remainder of Page Intentionally Left Blank; Signature Page Follows]

IN WITNESS WHEREOF, the parties have executed this Notice of Easement Option Agreement effective as of the date first set forth above.

GRANTOR:

VERMONT ELECTRIC POWER COMPANY, INC.

By: [Signature]
Name: Brian Connaughton
Title: DIRECTOR OF TRANSMISSION SVCS.

STATE OF VERMONT
Rutland COUNTY, SS.

At Rutland, this 20 day of July, 2017, personally appeared Brian Connaughton, Dir. of Trans. Svcs. of Vermont Electric Power Company, Inc., and acknowledged the foregoing instrument by him/her signed and sealed to be his/her free act and deed and the free act and deed of Vermont Electric Power Company, Inc.

[Signature]
Notary Public
My commission expires: 2-10-19

GRANTEE:

CHAMPLAIN VT, LLC

By: [Signature]
Name: Donald Tessone
Title: CEO & General Manager

STATE OF Vermont
Chittenden COUNTY, SS

At Montpelier, Vt this 14th day of July, 2017, personally appeared Donald Tessone, _____ of Champlain VT, LLC, and acknowledged the foregoing instrument by him signed and sealed to be his free act and deed and the free act and deed of Champlain VT, LLC.

[Signature]
Notary Public
My commission expires: 2/5/19

Attachment 1

Being all and the same lands and premises conveyed by Warranty Deed of Roy S. Johnston & Ruth S. Johnston to Vermont Electric Power Company, Inc. dated May 7, 1969 and recorded in the Ludlow Land Records at Book 56, Page 266. Reference is also made to a subsequent Quitclaim Deed of Vermont Electric Power Company, Inc. to Vermont Transco LLC, dated June 23, 2006, and recorded at Book 301, Page 368 of the Town of Ludlow Land Records.